# MARVEL MASTERWORKS®

# THE AMAZING SPIDER-MAN®

## VOLUME 18

THE AMAZING SPIDER-MAN Nos. 181-192
& ANNUAL No. 12
MARV WOLFMAN, ROSS ANDRU & KEITH POLLARD

MARVEL

MARVEL MASTERWORKS

PRESENTS

# the AMAZING SPIDER-MAN

VOLUME 18

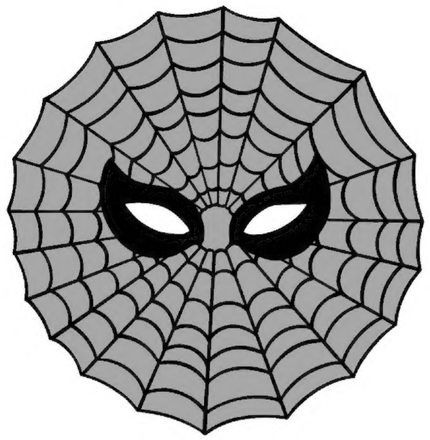
COLLECTING

THE AMAZING SPIDER-MAN NOS. 181-192

& ANNUAL NO. 12

MARV WOLFMAN

ROSS ANDRU • KEITH POLLARD



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NOS. 181-192 & ANNUAL NO. 12

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# AMAZING NOT QUITE ADULT SPIDER-MAN

## BY MARV WOLFMAN

Did I ever tell you how much I hated Spider-Man?

I mean it. No joke. I utterly despised him.

You have to understand, I was a big fan of a comic published by some company whose name I don't remember now. Maybe it was Atlas. Maybe it was Magazine Management or something else. Back then the company kept changing its name. At any rate, I was reading a comic they published called *The Fantastic Four*, and that led me to look for their other books.

The very next one I found was *Amazing Adult Fantasy*. I think the world "adult" is what caught the attention of my 12-to-13-year-old mind. The book featured short stories with surprise O. Henry-like endings. It was sort of like *The Twilight Zone* TV show. The signatures on the book said it was done by Stan Lee, who I knew wrote *The Fantastic Four*, and Steve Ditko, an artist I remembered liking from a Charlton super hero called Captain Atom.

I bought every issue. But then, suddenly, the title changed to *Amazing Fantasy* and the short shock stories were replaced with a super hero story about someone named Spider-Man.

Spider-Man! A wimp of a kid who lives with his Aunt and Uncle and is bitten by a radioactive spider and somehow gains the powers of a spider. During the course of it the kid ignores a thief, who then goes to Forest Hills, Queens (not very far from where I lived in Flushing, Queens) and kills his Uncle. It's here where the kid learns that with great powers there must also come…you know the rest. *The entire world knows the rest.*

At any rate the comic was weird and not at all what I was used to, but more importantly this Spider-Man replaced the short surprise stories I loved.

So I decided I hated him. I really hated him.

A few months passed and my precious *Amazing Adult Fantasy* book never returned. But then a new comic all about the Spider-Man character I hated came out. Since I bought every super hero comic I could (as well as other non-super hero comics), I bought and read it, still hating the character because he replaced my beloved short surprise-ending stories.

And I bought the next issue, and somehow I no longer hated him.

And I bought the next issue and I loved it.

And even without surprise endings, Spider-Man because my new favorite comic book. BTW, the unnamed company now called itself Marvel Comics.

Flash forward to 1978. I was working at Marvel. In fact, I had been the editor of their black-and-white magazine line, then later the Editor in Chief of the entire Marvel line. After awhile, I decided to go back to full-time writing (being Editor in Chief turned more into business than creative). The late, great Archie Goodwin was now the Editor in Chief. The writer of both *Fantastic Four* and *Amazing Spider-Man* had moved over to DC Comics and Archie needed a new writer.

I asked for *Fantastic Four*, but Archie asked me to take on both the titles. Honestly, I didn't think I could. *Spider-Man* had such a unique sense of story and dialog that I didn't think I could replicate it. But Archie insisted I give it a try and I discovered I really got into writing the wonderful blend of humor, drama, adventure and pathos that Stan and Steve Ditko, then later John Romita, had given Spidey. And amazingly, I found I was able to duplicate his very specific speech pattern.

The volume you're holding contains many of my stories, so let's get right into things with the one story I didn't write.

*ASM* #181 is a great way to begin this volume. Writer Bill Mantlo and artists Sal Buscema and Mike Esposito have put together a grand retrospective of Spider-Man's career, the perfect starting point to give to anyone who wants to know what Spidey is all about.

I started my Spidey run with issue #182. As mentioned, I was nervous about writing Spider-Man. I wasn't sure if I could write his patter or even plot a Spidey story, so before I started to run with the big guys, as a way of teaching myself the book, I decided to begin my run with a few smaller stories.

My first story brought back the Rocket Racer, a fairly recent Spider-Man adversary. He was new enough that his personality hadn't been set, so if I couldn't write him on model nobody would really notice.

Although I was deliberately trying to start small, I was already setting up a second villain in that story, who would appear next issue, as well as a mystery person, and, of course, the biggest surprise of all: I had Peter Parker propose to Mary Jane.

After years of dating, Peter asks MJ to marry him in the last panel, assuring, I hoped, that people would be interested enough to check out the next issue.

By the way, the art by Ross Andru was just wonderful. I'd been a major Andru fan for years and it was a thrill to work with him.

Issue #183 introduced my first new villain, the Big Wheel. I still wasn't ready to play with any of Spidey's existing villains, so I created my own.

But first Rocket Racer is back. We learn he's been stealing to get the money to pay for his mother's hospital care. And thanks to comic book coincidence, she's in the very same hospital that Aunt May's in. We also introduce Jackson Weele, a seemingly minor character who becomes a major villain in our next issue. Despite my concerns about whether I could write Spidey or not, I immediately set about laying ground for potential future stories.

My philosophy in writing series is to have as many plates spinning at the same time as possible. If you can catch a reader's interest with even one of those plates they'll come back to see what else you've got.

I also brought back an old Lee/Ditko Spidey villain called the Terrible Tinkerer. He's the one who helped Rocket Racer build his jet skates and in this issue he's helping Jackson Weele build his weaponized Big Wheel, an armed, gyroscopically controlled wheel-shaped tank. Spidey and Racer meet and start their battle in the hospital but both want to get the fight moved to the outside away from their loved ones.

Truth to tell I was really pleased at this little twist; it gave both villains a common cause and yet pitted them against each other. It's the kind of story structure I keep going back to. Especially since that cause interferes with Spidey, too.

The next two issues, #184-185, introduce another new villain, White Dragon, but once again the story is more about Peter Parker's life than who Spidey is fighting. I think that's the reason I really fell in love with this book; readers have probably seen every comic book fight scene possible after reading for a year or two, but the character stories can always be something new and personal.

While waiting to hear if MJ accepts Peter's proposal, Ross and I brought back Peter's very first love interest, Betty Brant, who has been married to one of Peter's best friends, Ned Leeds, but is now thinking of getting a divorce, something pretty much unheard of in super hero comics back then. Betty is also the mystery character briefly seen in #182. Again, you set things in motion and see where they go.

And, of course, the big story in #185 is Peter's graduation from college. How big was it? We turned it into a separate story rather than just being part of the White Dragon conclusion.

My fear was that Peter would be stuck in college for decades, which meant he couldn't age. This story seems to delay his graduation a bit but it's actually telling readers what he intends to do after graduation. Also, how we deal with it, at least for the short term, is based on something that actually happened to me. Being a real flesh and blood person, I worked it out. Being a fictional character, Peter naturally has to struggle. A lot.

But it was a fun story and I thought it would help solve Peter's college existence for a long time to come. This issue also marks Ross Andru's last Spidey as he moves on to other projects.

With Ross moving on, Keith Pollard came in to take over penciling starting with #186. Keith did a fantastic job catching the acrobatic free-for-all style I wanted to see in the book. Keith also penciled *The Fantastic Four* during my run and later on we did several books together at DC. He's one of the great unsung artists of comics.

This issue finally brings back an old Spidey villain: the Chameleon. I must have been feeling my oats because it also makes the bold move of changing how Spider-Man is perceived not only by the police but by the general New York public who he's been saving non-stop for years now.

I thought it was something we had to deal with eventually, and it would be great fun to watch as J. Jonah Jameson had to deal with the idea that the man he's spent a good part of the past few years attacking in print was now considered a hero. The story was designed to make you believe things would go back to normal before the end, but we quickly pulled the rug out from under that notion. Again, I knew where I'd be taking this so it was no problem letting Peter have a brief victory before we dropped the boom on him.

Peter and Betty get together again. She enters his apartment and the door slams shut. Is Comics Code-banned adultery about to occur, or what?

I was feeling much more confident now and decided to finally bring in a guest star as well as another major Spidey villain. So cheer Captain America and hiss Electro. Artist Jim Starlin joined us for an issue and did his typically great work. After several months of story-driven issues I wanted an old-fashioned fun Marvel punch 'em up. I think Jim and I accomplished just that. Besides, in a few months we'd be getting to some of the really dark stories.

Issue #188 used Jigsaw, a fairly recent Spidey villain. It also showed us that Aunt May's physical condition was deteriorating, which was important considering where we were about to go.

#189 has Aunt May being sent to a private clinic and Peter feeling totally helpless because there's nothing he can do to help her. Meanwhile, last issue we had Jameson's son, John, kidnapped. This allowed us to show Jonah reaching the lowest point in his life. And this is only the beginning. He doesn't like most people, but he loves his son, and with Spider-Man being cleared of all charges, he feels this latest catastrophe is solely aimed at destroying him.

#190 completes the story. Without giving anything away to newbie Spider-Man fans, our villain is the hirsute Man-Wolf (not Wolfman, who does have a beard, too, but is not a wolf). Having thought that Jameson's reason for hating Spidey was wearing a bit thin after all these years, this issue gives JJJ a new and lasting reason for hating him. The excellent art for this two-part story was by John Byrne.

Keith Pollard returned in full force as artist with #191. Jonah, reeling from the events last issue, has gone over the top in his hatred for Spidey and sadly Peter Parker has found himself an unwitting bystander. JJJ suddenly decides to fire him. He also pays the villain Spencer Smythe to build him a Spider-Slayer. Jonah is out for blood.

This volume concludes with what is my favorite Spider-Man story, "24 Hours Till Doomsday!" At the end of the previous issue, JJJ and Spidey find themselves handcuffed together. The handcuffs have built-in explosives that will detonate if they try to remove them.

I love stories where hero and villain, and by this point JJJ was definitely a villain, are forced together. Guards drop and true emotions take over. JJJ sees himself for what he's become but it only makes him double down on his hatreds. It's almost heartbreaking to watch. I really loved this story.

Rounding out this book is Marvel's 1978 calendar, focusing exclusively on Spidey. It's loads of fun.

Next volume we'll introduce the Black Cat, my favorite Spidey creation. It also leads us to some major turns in Peter's life, my second favorite Spider-Man issue, the fate of Aunt May, as well as the double-sized issue #200. And it's not just a big issue, it's a big story.

I started out hating Spider-Man for interrupting my beloved short shock stories, but within a few issues I fell in love with the character and the wonderfully odd and twisted world Stan Lee and Steve Ditko set in motion. That I was given a chance to create my own Spider-Man stories was something I would never have believed would happen, but the Spidey assignment was one of my all-time favorites and something I will never forget.

Enjoy. I hope you like them as much as I did.

**Marv Wolfman**
**March 14, 2016**

SPIDER-MAN ®

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# the AMAZING SPIDER-MAN®

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THE PAIN--
AND THE POWER!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

# STAN LEE PRESENTS: THE AMAZING SPIDER-MAN™

THERE IS SOMETHING **STRANGE** ABOUT **CEMETERIES.** AND THIS ONE, IN **FLUSHING, QUEENS,** IS NO EXCEPTION.

THEY ARE THE REPOSI-TORIES OF **MEMORIES** MOST DEAR, AND YET THEY ARE **SHUNNED** AS IF WE WOULD **FOR-GET** WHAT THEY HOLD!

AND **FEW** OF US **VISIT** THEM BY **NIGHT!**

I FORGOT TO SET MY **ALARM** AGAIN-- AND GOT TO SCHOOL HOURS LATE!

YOU'D FORGET YOUR **HEAD** IF IT WASN'T **WEBBED ON,** WALL-CRAWLER...

BUT YOU'VE **NEVER** FORGOT-TEN WHAT DAY **TODAY** IS! NOT **ONCE** IN ALL THESE **YEARS!**

THE DAY YOUR **UNCLE BEN DIED!!**

BILL MANTLO WRITER

SAL BUSCEMA & MIKE ESPOSITO ARTISTS

MARV WOLFMAN EDITOR

STAN LEE & STEVE DITKO INSPIRATION

ANNETTE KAWECKI letterer

GLYNIS WEIN - COLORS

GOODWIN & WEIN CONSUL-TANTS

# FLASHBACK!

**DEDICATED TO OUR OLDER FANS WHO LIVED THESE EVENTS WITH US--AND TO OUR NEW FANS DISCOVERING THE SPIDER-MAN LEGEND FOR THE FIRST TIME!**

IT'S SO *QUIET* HERE--SO *PEACE-FUL!*

UNCLE BEN WOULD HAVE *LIKED* THIS SPOT!

SURE--BUT HE WOULD HAVE LIKED *LIVING* MORE!

BEN PARKER

*WOULDN'T YOU,* UNCLE BEN? YOU ALWAYS DID *ENJOY* BEING ALIVE--

--AND YOU GOT *MORE* OUT OF LIVING THAN ANYONE I'VE EVER *KNOWN!* ALWAYS *WARM... GENEROUS!*

BEN PARKER

NO MATTER HOW *HARD* IT WAS ON YOU AND *AUNT MAY*--AN *OLDER* COUPLE BRINGING UP THE *SON* OF YOUR YOUNGER *BROTHER*--

--YOU AND AUNT MAY RAISED ME LIKE THE *SON* YOU NEVER HAD! GAVE ME EVERYTHING YOU *COULD!*

AND WHEN THE MOMENT CAME WHEN IT WAS TIME TO *REPAY* YOU--

--LORD HELP ME, I--I *FAILED!*

*GRAVEYARDS ARE THE REPOSITORIES OF MEMORIES!*

*THESE ARE THE REMEMBRANCES STORED WITH THE MORTAL REMAINS OF A MAN CALLED... BEN PARKER!*

I COOKED YOUR FAVORITE *BREAKFAST,* PETEY--*WHEATCAKES!*

DON'T FATTEN HIM UP *TOO* MUCH, MAY, DEAR!

I CAN HARDLY *OUT-WRESTLE* HIM NOW!

BESIDES, HE WON'T *FEEL* MUCH LIKE EATING--

--ONCE HE SEES THE *PRESENT* WE'VE BOUGHT HIM!

A NEW *MICROSCOPE?!* GOSH, THAT'S TERRIFIC! YOU'RE THE *GREATEST* FAMILY ANY FELLA EVER HAD!

YOU'RE MORE THAN OUR *NEPHEW,* PETER! YOU'RE A *SON* TO YOUR *AUNT* AND *I!*

AND YOUR GRADES IN *SCHOOL* HAVE MADE US VERY *PROUD* OF YOU!

*SURE! PETE WAS SCHOLARSHIP-MATERIAL AT **MIDTOWN HIGH SCHOOL**... BUT HIS CLASSMATES DISMISSED THE LONELY, **SENSITIVE** YOUNG TEENAGER AS...*

HEY--*BOOKWORM PARKER!* YOU'RE GETTING A REPUTATION AS MIDTOWN HIGH'S ONLY PROFESSIONAL *WALLFLOWER!*

WHAT ELSE *COULD* HE BE... WITH DREAMBOATS LIKE *FLASH THOMPSON* AROUND?

I--I GUESS NOBODY WANTS TO ATTEND THE EXHIBIT AT THE *SCIENCE HALL* WITH ME?

*YOU* STICK TO SCIENCE, SON! *WE'LL* TAKE THE *CHICKS!*

*FOR **PETER PARKER,** BEING A TEENAGER MEANT FACING MANY **HEARTBREAKING** MOMENTS.*

*BUT HE COULD ALWAYS **FORGET** THE TAUNTS OF HIS CLASSMATES AMIDST THE WONDERS OF **ATOMIC SCIENCE!***

AND NOW FOR A DEMONSTRATION OF HOW WE CAN CONTROL *RADIOACTIVE RAYS* HERE IN THE LABORATORY...

*BUT, AS THE EXPERIMENT BEGAN, NO ONE NOTICED A TINY **SPIDER,** DESCENDING FROM THE CEILING ON AN ALMOST-INVISIBLE STRAND OF **WEB**...*

*A SPIDER WHOM FATE HAD GIVEN A **STARRING**--IF BRIEF--**ROLE** IN THE DRAMA WE CALL... **LIFE!***

*ACCIDENTALLY ABSORBING A FANTASTIC AMOUNT OF **RADIOACTIVITY,** THE DYING INSECT, IN SUDDEN SHOCK, **BIT** THE NEAREST LIVING THING--A SPLIT-SECOND BEFORE THE **LIFE** EBBED FROM ITS **RADIOACTIVE BODY!***

*OW!*

MATH BOOK

A--A *SPIDER!* IT *BIT* ME! BUT WHY IS IT *BURNING* SO? WHY IS IT *GLOWING* THAT WAY?!

PETER PARKER WASN'T A ARE OF IT THEN--

*--BUT HIS **LIFE** HAD JUST **CHANGED!***

MY HEAD--IT FEELS SO *STRANGE!* I--I NEED SOME *AIR!*

LOOKS AS THOUGH OUR EXPERIMENT HAS *UNNERVED* YOUNG PARKER!

TOO BAD! HE MUST HAVE A *WEAK STOMACH!*

AND, OUTSIDE THE SCIENCE HALL...

WHAT'S HAPPENING TO ME? I FEEL--DIFFERENT! AS THOUGH MY ENTIRE BODY WERE CHARGED WITH SOME FANTASTIC ENERGY!

WRAPPED IN HIS OWN THOUGHTS, PETER DIDN'T HEAR THE AUTO WHICH NARROWLY MISSED HIM...

HONK! HONK!

THAT'S ONE EGGHEAD WHO WON'T DAYDREAM ANYMORE WHEN HE CROSSES A STREET!

YOU CAN SAY THAT AGAIN!

AND THEN, UNNOTICED BY THE RIDERS, HE UNTHINKINGLY LEAPT TO SAFETY--

--BUT WHAT A LEAP IT WAS!

WHAT'S COME OVER ME? I--I SCALED THE WALL JUST AS EASILY AS I COULD WALK!

IT'S INCREDIBLE! I REACHED THE ROOF IN MERE SECONDS--

--AND I'VE CRUSHED THIS STEEL PIPE AS IF IT WERE PAPER!

IT'S THE SPIDER! IT HAS TO BE! SOMEHOW--IN SOME MIRACULOUS WAY, HIS BITE TRANSFERRED HIS OWN POWER--TO ME!

I--I'VE GOT TO HAVE TIME TO THINK--TO PLAN WHAT TO DO WITH THIS UNBELIEVABLE ABILITY WHICH FATE HAS GIVEN ME!

$100 to the man who can stay in the ring 3 MINUTES with CRUSHER HOGAN

BUT FATE HAD TURNED PETER PARKER FROM A BOOKWORM TO A MAN OF ACTION! THINKING AND PLANNING DIDN'T STOP THE ITCH TO TEST HIS NEW-FOUND POWER... AND HE GOT HIS CHANCE SOON ENOUGH! REMOVING HIS GLASSES --PUTTING A STOCKING OVER HIS HEAD--HE STEPPED INTO THE RING WITH CRUSHER HOGAN... AND BEAT HIM! RUSHING HOME, HE DESIGNED HIMSELF A COSTUME AND A PAIR OF WEB-SHOOTERS ...AND SPIDER-MAN WAS BORN!

TV

FOR ONCE IN HIS LIFE, PETER PARKER WAS BREATHING THE SWEET SMELL OF SUCCESS! NOBODY KNEW THAT HE WAS THE SPECTACULAR SPIDER-MAN--

--BUT HE DIDN'T LET THAT STOP HIM FROM ENJOYING THE PRAISE HEAPED ON HIS ALTER-EGO BY AN ADORING PUBLIC!

NOW, ANYBODY WITH THE INTELLIGENCE OF A SEVEN-YEAR-OLD KNOWS THAT IF A MAN APPEARED ON TV WHO SEEMED MORE SPIDER THAN HUMAN, HE'D BE AN OVERNIGHT SENSATION! ESPECIALLY WHEN HIS FEATS WERE PERFORMED WITHOUT THE HELP OF TRICK PHOTOGRAPHY! WELL, YOU CAN JUST IMAGINE HOW THE PUBLIC REACTED TO SPIDER-MAN! IN THE DAYS THAT FOLLOWED, THE WALL-CRAWLING WONDER BECAME THE SENSATION OF THE NATION!

DAILY BUGLE WHO IS THE SPIDER-MAN?

DAILY BUGLE WHO IS THE SPIDER-MAN?

DAILY BUGLE WHO IS THE SPIDER-MAN?

DAILY BUGLE WHO IS THE SPIDER-MAN?

INDEED, HE GREW PRETTY COCKY--AND PRETTY PARTICULAR ABOUT WHOM HE'D TAKE ORDERS FROM!

HEY! WHAT'S GOIN' ON?!

STOP, THIEF! STOP HIM! IF HE MAKES IT TO THE ELEVATOR, HE'LL GET AWAY!

THE THIEF MADE GOOD HIS ESCAPE!

WHAT'S WITH YOU, MISTER? ALL YOU HADDA DO WAS TRIP HIM, OR HOLD HIM JUST FOR A MINUTE!

SORRY, PAL! THAT'S YOUR JOB! I'M THROUGH BEING PUSHED AROUND--

--BY ANYONE! FROM NOW ON, I LOOK OUT FOR NUMBER ONE! AND THAT MEANS--ME!

WHY YOU--?! I OUGHTTA RUN YOU IN!

SAVE YOUR BREATH, BUDDY! I'VE GOT THINGS TO DO!

AT THAT MOMENT, ALTHOUGH HE WOULDN'T FIND OUT UNTIL A FEW DAYS LATER--

--PETER PARKER MADE HIS FIRST AND MOST TRAGIC MISTAKE!

A--A POLICE CAR! IN FRONT OF OUR HOUSE!

WHAT--WHAT CAN BE WRONG?!

NY PD.

BAD NEWS, SON! YOUR *UNCLE* HAS BEEN SHOT-- *MURDERED!*

UNCLE BEN-- *DEAD?! NO!* NO, IT *CAN'T* BE! WHO DID IT?! WHO *SHOT* HIM?!

IT WAS A *BURGLAR*--YOUR UNCLE SURPRISED HIM! BUT DON'T WORRY, LAD! WE'VE GOT HIM *TRAPPED!* HE'S IN THE OLD *ACME WAREHOUSE* DOWN AT THE WATERFRONT! WE'LL *GET HIM!*

*RUSHING INTO HIS UNCLE'S HOUSE WHERE HE'D SPENT SO MANY HAPPY HOURS--UP THE STAIRS TO HIS ROOM...*

*I'VE* GOT TO *GET HIM!* I'VE *GOT* TO!

I KNOW THE OLD ACME WAREHOUSE-- IT'S BEEN *DESERTED* FOR YEARS! A KILLER COULD HOLD OFF AN *ARMY* IN THAT OLD PLACE!

MARVEL

BUT HE *WON'T* HOLD OFF-- *SPIDER-MAN!*

*--BUT, USING HIS WEB-LINE, HE WAS THERE IN SECONDS!*

*THE WAREHOUSE WAS ON THE OTHER SIDE OF TOWN--*

ACME WAREHOUSE

*WHILE, WITHIN THE GLOOMY OLD PILE...*

ALL I GOTTA DO IS HOLD 'EM OFF 'TIL THE *MOON* GOES DOWN! THEN I OUGHTTA BE ABLE TO *SLIP AWAY* IN THE *DARK!*

YOU'LL NEVER *ESCAPE* AGAIN, MURDERER!

HUH?? *WHAT THE--???*

*SURPRISED* TO SEE ME?

NOT *HALF* AS SURPRISED AS YOU'RE *GOING* TO BE!

G-GOTTA GET *AWAY!* GOTTA *HIDE!* I--I MUST BE *SEEIN'* THINGS!

THERE'S NO PLACE ON *EARTH* WHERE YOU CAN *HIDE* FROM *ME*-- OR MY *FISTS!*

THAT--THAT *FACE!* IT'S--OH, NO! IT *CAN'T BE!*

IT'S THE *FUGITIVE* WHO RAN PAST ME! THE ONE I DIDN'T *STOP* WHEN I HAD THE CHANCE!

*IN THE ABOVE, WE STROVE FOR THE **SPIRIT,** IF NOT THE LETTER OF ***AMAZING FANTASY*** #15 --MARV AND BILL.

YES, I HAD THE *CHANCE*... AND THE *POWER* TO STOP HIM THAT DAY IN THE *STUDIO!* BUT PETER PARKER WAS FINALLY *NUMBER ONE!*

HE DIDN'T OWE ANYONE *ANYTHING,* DID HE?

NOT EVEN *YOU,* UNCLE BEN!

*SUDDENLY...*

HUH? *SPIDER-SENSE* BUZZING LIKE *MAD!* SOMEONE'S COMING!

IT'S *AUNT MAY!* CAN'T LET HER SEE *SPIDER-MAN* AT UNCLE BEN'S *GRAVE!* THE *SHOCK* WOULD BE TOO MUCH FOR HER!

HOW *FRAIL* SHE LOOKS! IF ONLY I'D BEEN MORE OF A *HELP* TO HER--

*THIS STORY TAKES PLACE *PRIOR* TO AUNT MAY'S CURRENT ATTACK--M.W.

--INSTEAD OF CONSTANTLY ENDANGERING HER WEAK *HEART!* I--I DON'T EVEN LIKE TO *THINK* OF WHAT WOULD HAPPEN--

--SHOULD SHE DISCOVER THAT HER *NEPHEW* IS... *SPIDER-MAN!*

PRETTY *SELFISH,* AREN'T YOU, PARKER? WHY, JUST *REMEMBER*--

--ALL THE *SACRIFICES* HIS AUNT MAY HAD MADE FOR *HIM* AFTER UNCLE BEN'S *DEATH!*

PLEASE GIVE ME A LITTLE MORE TIME! I'LL PAY THE RENT *NEXT* WEEK, IF YOU'LL ONLY *WAIT!*

PETER TRIED TO HELP...AS SPIDER-MAN! RETURNING TO SHOW BUSINESS, HE PERFORMED BEFORE LARGER AND LARGER AUDIENCES! BUT THE TROUBLE HE HAD CASHING HIS CHECKS--

--WAS NOTHING COMPARED TO--

MIGHT AS WELL GO BACK WHERE YOU CAME FROM, SPIDER-MAN! THERE'LL BE NO MORE SHOWS!

WHAT? WHY?! WHAT HAP-PENED?

THE DAILY BUGLE HAD HAPPENED!

DAILY BUGLE

SPIDER-MAN MENACE

ONE MAN, FOR REASONS OF HIS OWN, HAD DECIDED THAT THE COSTUMED YOUTH WAS A MENACE TO SOCIETY!

BUT THAT MAN WAS J. JONAH JAMESON, PUBLISHER OF A GREAT NEWSPAPER...AND PEOPLE BELIEVED HIM!

PETER WAS DESPER-ATE...HE WAS BROKE, AND THE RENT WAS DUE! WHERE DOES A HIGH SCHOOL STU-DENT WITH SUPER-POWERS GO TO GET A JOB? PETER WENT TO THE BAX-TER BUILDING--

--TO JOIN THE WORLD-FAMOUS FANTASTIC FOUR!

BUT, WELL--MISUNDERSTAND-INGS DO HAPPEN!

I MIGHT HAVE KNOWN! YOU GUYS ARE JUST LIKE ALL THE REST! READY TO BELIEVE THE WORST OF ANYONE!

I'VE SHOWN YOU WHAT I CAN DO! HOW MUCH DOES THE JOB PAY?

AFRAID YOU MADE A MISTAKE--WE'RE A NON-PROFIT OR-GANIZATION!

WE PAY NO SALARIES, AND NO BONUSES! ANY PROFIT WE MAKE GOES INTO SCIENTIFIC RESEARCH!

I KNEW IT! THAT KOOK HAS ROCKS IN HIS HEAD!

BESIDES, AREN'T YOU WANTED BY THE POLICE? THIS ISN'T "OUTLAWS ANONYMOUS!"

WAIT--COME BACK!

AN' GOOD RIDDANCE, IF YA ASK ME!

TOO LATE, SUE--HE'S GONE!

*SPIDEY #1--MARV.

J. JONAH JAMESON NEVER LET UP! OVER THE YEARS, HE HAMMERED AWAY AT **SPIDER-MAN**--CALLED HIM EVERYTHING FROM A **VIGILANTE** TO A COMMON **CRIMINAL**--ATTACKING THE WALL-CRAWLER IN THE TABLOID HEADLINES OF HIS NEWSPAPER...THE **DAILY BUGLE**...

SPIDER-MAN MENACE

SPIDER-MAN ATTACKS BAXTER BUILDING

SPIDER-MAN: CRIMINAL?

--OR IN A MORE DI-RECT FASHION, SUCH AS FINANCING THE CREATION OF SUPER-VILLAINS--

--SUCH AS... THE SCORPION!*

*SPIDEY #20--M.

OR THE ORIGINAL SPIDER-SLAYER!**

**#25 --MARV.

OR HIRING LUKE CAGE, POWER MAN, TO DO HIS DIRTY WORK!***

***#123 --MARV.

JAMESON AIDED IN THE CREATION OF MENACES TO SOCIETY... LIKE THE FLY! (SPIDEY ANNUAL #10)

AND HURLED NEW--IMPROVED SPIDER-SLAYERS AT THE WEB-SLINGER TIME AND TIME AGAIN! ≠

≠SPIDEY'#'s 58, 105, 169 --MARV.

**YET...** WHILE **JONAH** HATED SPIDER-MAN, STEMMING FROM THE TIME SPIDEY **SAVED** JJJ'S SON--ASTRONAUT, COL. **JOHN JAMESON** (WE'LL GET TO **HIM** LATER) WHEN A SPACE-SHOT WENT AWRY, CAUSING JJJ TO THINK SPIDEY WANTED TO STEAL HIS SON'S **FAME** FOR HIMSELF--HE IS ALSO (**FATE** WORKS IN FUNNY WAYS--REMEMBER THAT **SPIDER?**) FREE-LANCE PHOTOGRAPHER **PETER PARKER'S EMPLOYER!!***

*SINCE AMAZING SPIDER-MAN #2 --MARV.

BEING THE **WALL-CRAWLER** DIDN'T MAKE OUR HERO'S **SCHOOL LIFE** ANY BED OF ROSES, EITHER!

TAKE **FLASH THOMPSON**, MIDTOWN HIGH'S **B.M.O.C.** (**BIG MAN ON CAMPUS**) FOR INSTANCE! ALL-AROUND **JOCK**--

--FLASH DIDN'T HAVE THE **TIME** OF **DAY** FOR PETER PARKER!

BUT HE WAS **SPIDEY'S** GREATEST **FAN** ...EVEN TO THE POINT OF IMPERSONATING HIS HERO AND GETTING HIMSELF KIDNAPPED BY THE DEADLY **DOCTOR DOOM!***

*SPIDEY #5--M.

A LOT'S **CHANGED** SINCE FLASH GOT BACK FROM **VIET-NAM!**

AND, ALTHOUGH STILL A **SPIDEY FAN**, HE'S ALSO ONE OF PETE'S CLOSEST **FRIENDS!**

THEN THERE'S WHAT SOME HAVE LAUGHINGLY REFERRED TO AS PETER PARKER'S **LOVE LIFE!**

IT **STARTED** WITH J.J.J.'S SECRETARY... **BETTY BRANT!**

YOU **COULD** SAY THEY FELL IN LOVE BEHIND A **DESK** IN JONAH'S OFFICE--*

*#7--MARV.

--BUT IT'S EASIER TO PIN DOWN THE **BREAK-UP** OF THEIR RELATIONSHIP...STARTING WHEN BETTY'S **BROTHER** DIED DURING SPIDEY'S SECOND BATTLE WITH **DOCTOR OCTOPUS**--AND **ENDING** WHEN PETER'S **SECRET IDENTITY** AND SEEMING LOVE OF **DANGER** DROVE THEM APART!**

**SPIDEY #30--M.

STILL, THINGS **DO** CHANGE! PETER PARKER--A LITTLE **OLDER** AND A LITTLE **WISER**--LEFT HIGH SCHOOL AND HIGH SCHOOL **CRUSHES** BEHIND, ENROLLED IN **EMPIRE STATE UNIVERSITY**--

--AND MET... **GWEN STACY!**

IT DIDN'T START **OUT** AS LOVE AT FIRST SIGHT--BUT THEN **MOST** LOVE STORIES NEVER **DO! LOVE** IT WAS--AND GWEN'S **DAD**, CAPTAIN STACY, **APPROVED!**

THINGS BEGAN LOOKING **UP** FOR A YOUNG **PHOTOGRAPHER** WITH A FLAIR FOR **ACTION PIX**--AND FOR A YOUNG **MAN** AND HIS **GIRL!**

AND DAILY BUGLE EDITOR "**ROBBIE**" **ROBERTSON**--WELL, HE **LIKED** TO SEE PEOPLE **HAPPY!**

HAPPY! YEAH, MAYBE SOMEBODY SHOULD HAVE WARNED PETER PARKER THAT IT'S JUST WHEN THINGS LOOK THEIR BRIGHTEST THAT SOMEBODY LOWERS THE BOOM! IN THIS CASE, THE DEATH OF CAPTAIN STACY AT THE HANDS OF DOCTOR OCTOPUS! ONCE AGAIN, THOUGH NOT BY PETER'S HAND--SOMEONE CLOSE TO HIM HAD DIED--

OCTOPUS SMASHED THE CHIMNEY! IF THE PIECES SHOULD HIT--

--OH, NO! NO!

SPIDER-MAN DID IT! IT'S ALL HIS FAULT!

HE'S A MURDERER!

T-TAKE CARE OF... GWEN, SON...

SHE... LOVES YOU... SO VERY MUCH...!

--BE-CAUSE HE WAS... SPIDER-MAN!

*AMAZING SPIDER-MAN #90--MARV.

BIG DEAL! THAT RADIOACTIVE SPIDER SHOULD HAVE SAVED ITS BITE! FOR ALL HIS FANTASTIC POWER, FOR ALL HIS SUPER-HUMAN STRENGTH--HE DIDN'T HAVE WHAT IT TOOK TO SAVE CAPTAIN STACY, OR...

GWEN STACY IS DEAD, YOU ROMANTIC IDIOT!

YOU KILLED THE WOMAN I LOVE, GOBLIN!

AND, FOR THAT, YOU'RE GOING TO DIE!

THE WALL-CRAWLER WAS AS GOOD AS HIS WORD--NOT THAT IT MATTERED ANYMORE! THE FIRST GREEN GOBLIN, NORMAN OSBORN--

--FOLLOWED GWEN STACY TO THE GRAVE! *

*SPIDEY # 121 & 122 --MARV.

BUT, IF YOU THINK LIFE WAS UNRELENTINGLY **GRIM** FOR OUR WEB-SLINGER--

--CONSIDER THE CASE OF **CURT CONNERS,** A ONE-ARMED **SCIENTIST**--

--WHO TRIED TO **REGENERATE** HIS LOST **LIMB**...FAILED...AND INSTEAD BECAME--

--THE LETHAL **LIZARD!***

*SPIDEY #6--MARV.

TRAGEDY HAUNTED **FREDERICK FOSWELL,** ALSO! AS THE **BIG MAN,** HE AND HIS **ENFORCERS** TRIED TO **DESTROY** SPIDER-MAN! BUT, REPENTANT--

--HE GAVE **HIS** LIFE TO SAVE J. JONAH JAMESON!*

*AMAZING SPIDER-MAN #10 & 52, AND MARVEL TEAM-UP #40--MARV.

**HE** DIED A **HERO,** YET HAD HE LIVED, HE WOULD HAVE SEEN HIS **DAUGHTER** FALL VICTIM TO A REVENGE **HE** NEVER WANTED!*

OR CONSIDER THE PLIGHT OF **COLONEL JOHN JAMESON**--WHO NEVER SHARED HIS FATHER'S **HATRED** OF SPIDER-MAN!

WHAT DID **HE** DO TO DESERVE BECOMING... THE **MAN-WOLF?!***

*SPIDEY #124--MARV.

**NOTHING!** BUT, AS FATE CHOSE A **SPIDER** TO IRRADIATE **PETER PARKER**--SO IT CHOSE A **MOONSTONE** TO CHANGE JOHN JAMESON INTO A **MONSTER!**

JUST AS IT TURNED **MICHAEL MORBIUS,** A MAN WITH AN INCURABLE BLOOD DISEASE--

--INTO A BLOOD-LUSTING **LIVING VAMPIRE!**

AND **PETER PARKER** INTO A SIX-ARMED **FREAK!***

QUITE A SENSE OF **HUMOR,** FATE!

*SPIDEY #100-102--MARV.

AND YOU MIGHT CALL THE CASE OF HARRY OSBORN--

--NORMAN OSBORN'S SON, AND PETER PARKER'S FRIEND AND SCHOOL-MATE--

--A CLASSIC EXAMPLE OF "FATE ON THE REBOUND!"

*SPIDEY # 136--MARV.

HARRY DIDN'T ASK FOR HIS DRUG ADDICTION--BUT THE NEWS OF HIS FATHER'S DEATH AND HIS OWN NEUROSES CREATED THE NEW GREEN GOBLIN!*

OF COURSE, NOT ALL OF SPIDEY'S VILLAINS HAVE BEEN DESERVING OF SYMPATHY! THERE'S ALSO:

KINGPIN!

THE VULTURE!

THE CHAMELEON!

ELECTRO!

THE SANDMAN!

KRAVEN--

--THE HUNTER!

AND, OF COURSE--

MYSTERIO!

MOLTEN MAN!

THE RHINO!

THE SHOCKER!

HAMMERHEAD!

DOCTOR OCTOPUS!

MIRAGE!

WILL-O'-THE-WISP!

(WELL, MAYBE HE'S DESERVING!)

THE BEETLE!

STEGRON--

--THE DINOSAUR MAN!

TARANTULA!

AND THEN AGAIN, BEING SOMEWHAT OF A **SUPER-CELEBRITY** AROUND THE **BIG APPLE** HIMSELF--

--IT WAS ONLY A MATTER OF **TIME** BEFORE SPIDEY **MET, FOUGHT,** OR **BE-FRIENDED** EVERY OTHER **SUPER-HERO** IN TOWN!

JUST **IDENTIFYING** THEM ALL WOULD READ LIKE A **ROLL CALL** OF THE **MARVEL AGE** OF **COMICS!**

BUT PERHAPS THE MOST **MYSTERIOUS** --THE MOST **UNKNOWN** OF ALL THE FIG-URES SPIDEY'S ENCOUNTERED IN HIS ENTIRE **CAREER**--

--IS THE MAN CALLED... THE **PUNISHER!**

**HUMORLESS** --DEALING OUT "JUSTICE" SWIFTLY AND **MERCILESS-LY**--HE IS EVERYTHING **SPIDEY** IS NOT!

FOR THE PUNISHER **LOST** HIS HUMANITY WHEN THE **MOB** CLAIMED THE LIFE OF THE WOMAN HE **LOVED**--

--WHILE **LOVE** JUST SEEMS TO FIND ITS WAY **BACK** TO PETER PARKER...JUST AS THINGS ARE LOOKING **DARKEST!**

HI, TIGER!

IF EVER **ANY-ONE** COULD REPLACE **GWEN STACY**--**MARY JANE WATSON** IS THE ONE TO **TRY!**

SO THAT BRINGS US PRETTY MUCH UP TO **NOW**, PILGRIM! THE **LEGEND** OF **PETER PARKER**, THE **AMAZING SPIDER-MAN**, HAS HAD MORE UPS AND DOWNS THAN A RUNAWAY **ROLLER COASTER**!

IT'S THE CONTINUING STORY OF A YOUNG MAN WITH MORE EXOTIC **ENEMIES** THAN YOU CAN SLING A **WEB** AT... A FEW GOOD AND FAITHFUL **FRIENDS**--

--AND THE **GIRL** WHO **LOVES** HIM!

IT'S THE KIND OF **STORY** THAT JOE ROBERTSON LIKES TO RUN IN THE **SUNDAY BUGLE**--YOU KNOW: **HUMAN INTEREST**!

BUT THEN, ROBBIE'S THAT **RARE** KIND OF GUY--

--WHO REMEMBERS THE **GOOD** IN PEOPLE OVER THE **BAD**!

AUNT MAY IS PLACING **FLOWERS** ON UNCLE BEN'S **GRAVE**--GETTING READY TO **LEAVE**!

I'LL WATCH HER FROM **HERE**--

--MAKE SURE SHE GETS SAFELY TO THE **BUS STOP** AND **ON** THE BUS--

--BEFORE I SWING DOWN--

--AND DELIVER MY GIFT TO THE DEAD!

SPIDEY TAKES THE BUNDLE FROM THE WEB-PACK AT HIS BACK, AND CAREFULLY PLACES IT ON HIS UNCLE'S GRAVE.

BEN PARKER
BORN 19--
DIED 19--

I--I BROUGHT YOU THIS, UNCLE BEN! FOR YEARS I'VE CHERISHED IT!

IT SYMBOLIZES EVERYTHING YOU EVER MEANT TO ME--YOUR BELIEF IN PETER PARKER!

IT'S THE ONLY FITTING MEMORIAL FOR WHO YOU WERE--MY FATHER, TEACHER...FRIEND! YOU ALWAYS BUILT ME UP WHERE OTHERS TORE ME DOWN!

I'M RETURNING YOUR GIFT TO YOU, UNCLE BEN! IT'S THE ONLY WAY I CAN EXPRESS MY GRATITUDE!

FOR WHATEVER I AM--WHATEVER I'VE BECOME--

--THE GOOD--WHATEVER GOOD I'VE DONE WITH THE POWERS FATE GAVE ME--THE BEST OF ME CAME FROM YOU!

YOU DIDN'T DIE IN VAIN, UNCLE BEN! YOU DIED THAT SPIDER-MAN MIGHT BE BORN!

IT'S NOT THE WAY I WOULD HAVE CHOSEN IT TO HAPPEN, BUT IF YOUR DEATH IS TO HAVE MEANING--

--THEN I MUST REDEDICATE MYSELF TO YOUR FAITH THAT ONE DAY PETER PARKER WILL DO SOMETHING TO CHANGE THIS WORLD...FOR THE BETTER!

THE WIND WHISPERS THROUGH THE TREES AS IF IN ANSWER--

--AND, AFTER STANDING IN THOUGHTFUL SILENCE FOR A FEW MOMENTS MORE--

--THE YOUNG MAN KNOWN TO THE WORLD AS SPIDER-MAN SWINGS OFF INTO THE NIGHT!

PERHAPS OUR STORY SHOULD END HERE--

--BUT LIFE, UNLIKE FICTION, IS RARELY SO CLEAN-CUT!

BRRR! COLD NIGHT T'BE WALKIN' OUT HERE--

--'SPECIALLY WHEN I SHOULD BE AT HOME, CELEBRATIN' A BIRTHDAY WITH MY BOY, TOMMY! POOR KID! HE'S A SMART ONE--BUT THE OTHER KIDS PICK ON HIM 'CAUSE HE AIN'T A FIGHTER!

WISH I COULD'VE AFFORDED TO BUY THE LAD A PRESENT THIS YEAR THAT MEANT SOMETH--

EH? WHAT'S THAT IN FRONT OF THAT TOMB-STONE?

WHY, I DON'T BELIEVE IT!

WHAT FOOL WOULD LEAVE AN EXPENSIVE THING LIKE A MICROSCOPE IN A GRAVEYARD??

SOMETHIN' STICKY ON IT--BUT IT SEEMS T'BE EVAPORATIN'!

WELL, FINDERS-KEEPERS! THIS IS JUST WHAT MY TOMMY WOULD LOVE!

WITH THIS, IT WON'T MATTER WHAT HIS FRIENDS CALL HIM!

GUESS IT PAYS TO WORK THE GRAVE-YARD SHIFT!

SOMETIMES YOU CAN PROFIT BY OTHER FOLKS' MEMORIES!

AND SO IT GOES!

NEXT ISSUE: THE LEGEND CONTINUES! THE ROCKET RACER ROLLS ON!

SPIDER-MAN

35¢ CC

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ALL-NEW! MORE THRILLING THAN EVER!

# the AMAZING SPIDER-MAN®

IT'S A SHAME YOU *SWUNG* ALL THE WAY *UP* HERE--

--'CAUSE NOW IT'S A LONGER DROP *DOWN!*

ANDRU & ESPOSITO

## THE ROCKET RACER'S BACK IN TOWN!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

# Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

ROSS ANDRU, ARTIST · MIKE ESPOSITO, EMBELLISHER · J. COSTANZA, letterer · G. WEIN, colorist

ALL WELCOME SPIDEY'S NEW ERUDITE EDITOR AND SCRIPTER SUPREME: **MARV WOLFMAN!**

NOPE, WE'RE **NOT** COMING IN ON THE **MIDDLE** OF THINGS. BELIEVE IT OR NOT--THIS IS THE **BEGINNING**.

AND JUST **WAIT** TILL YOU SEE WHERE WE'RE **GOING**.

HARRY'S HAPPILY **SETTLED BACK** WITH LIZ, AND THINGS SEEM TO BE **WORKING OUT** BETWEEN FLASH AND SHA SHAN.

SO, AS USUAL, IT'S ONLY LITTLE OL' **PETER PARKER** WHOSE LIFE IS ALL SCREWED UP. IT MAKES ME SOMETIMES **WONDER** WHY I EVEN TRY TO--

**HUNH?** MY SPIDER-SENSE IS POUNDING LIKE A **TRIP-HAMMER**--

--AND THERE'S THE **CAUSE** OF MY MOUNTAINOUS **MIGRAINE**...

## THE ROCKET RACER'S BACK IN TOWN!

NUTS! I HAVEN'T THE TIME TO TANGLE WITH THAT WEB-HEADED WEIRDO.

TOO MUCH DEPENDS ON MY COMPLETING THIS RIDICULOUS ASSIGNMENT AND COLLECTING MY CASH.

AHH, I THINK I'VE LOST THE WALL-CRAWLER. IT PAYED TO HAVE THAT COOT, THE TINKERER, SOUP-UP MY MICRO-ROCKETS AND RE-DESIGN MY GYRO-SKATES!

OOPS, SPOKE TOO SOON. HE'S SPUN A WEB-BLOCKADE, AND I HAVEN'T THE SPEED TO BURST THROUGH IT.

ONLY CHANCE IS TO USE MY MINI-ROCKETS AND BLAST ME A KING-SIZED ESCAPE ROUTE.

WELL, LUCK'S ON MY SIDE FOR A CHANGE -- THAT EIGHTEEN-WHEELER'S DOING THE JOB FOR ME.

IT PROBABLY DIDN'T SEE THE FINELY-SPUN WEBBING IN TIME.

KRASH!

BUT THAT'S SPIDEY'S PROBLEM -- NOT MINE.

I'M ON MY WAY TO FREEDOM!

DON'T BELIEVE IT, FLY-BOY.

THE ONLY PLACE YOU'RE HEADED FOR -- IS RIGHT BACK TO THE STATE PEN.

YOU? HOW DID YOU FIND ME SO QUICKLY?

WOULD'JA BELIEVE A LITTLE SPIDER TOLD ME?

NAHHH! I CAN'T CREDIT YOU WITH THAT MUCH SENSE.

THINK WHATEVER YOU WANNA, WEB-HEAD -- BUT *I'M* THE GUY WHOSE *MAGNETIC CLAMPS* ALLOW ME TO GO WHEREVER *YOU* DO --

*POW*

--AND I'M ALSO THE GUY WHOSE *ROCKET-POWERED PUNCH* CAN WAYLAY YOU LONG ENOUGH FOR ME TO *ESCAPE.*

COUNT YOURSELF *LUCKY,* WALL-CRAWLER. RIGHT NOW I'M IN TOO MUCH OF A RUSH TO *FINISH YOU OFF.*

MANHATTAN

NUTS! I FORGOT HOW *FAST* HE CAN MOVE ON HIS *SKATEBOARD* -- HE'S ALREADY ZOOMED DOWN THAT SUBWAY *KIOSK.*

IF I DON'T MOVE FAST, I'LL *LOSE HIM!*

*HEY!*

MOVE IT, MISTER -- I'VE GOT AN UPTOWN TRAIN TO *DERAIL.*

NOW *WHY* DID I HAVE TO SAY THAT? THE POOR SUCKER WILL PROBABLY *BELIEVE* ME. ALL NEW YORK'LL THINK SPIDER-MAN'S TAKEN TO *HIJACKING* SUBWAY TRAINS.

WELL, THAT'S THE *LEAST* OF MY CURRENT WORRIES --

--THAT SKATEBOARDING SURE-SHOT'S *OUT-DISTANCING* ME.

FAST AS I AM, I'M NO MATCH FOR HIS SOUPED-UP SKATES.

HUNH? NO SIGN OF HIM ANYWHERE -- YET MY *SPIDER-SENSE* IS TINGLING AWAY LIKE AN ELECTRIC *ALARM CLOCK.*

AND WHAT'S THAT THUNDERING *SCREECH* BEARING DOWN THIS WAY?

ROCKY'S ENGINES NEVER SOUNDED LIKE *THAT* BEFORE...

OBOY.

TEACH ME TO *FORGET* WHERE I AM.

BETTER *LEAP UP*-- FAST...

...BEFORE I BECOME A *PERMANENT* FIXTURE ON THAT GRAFFITI-PAINTED STEEL GOPHER.

*WHEW!* IF POOR PETER PARKER DIDN'T KEEP ON HIS *DIET*, HALF MY *BACK* WOULD'A BEEN *SHAVED OFF*.

WELL, IT'S BACK TO *BASE ZERO*. ROCKY'S GONE, MAYBE *I'D* BETTER SPLIT, TOO.

LIFE'S BEEN *NON-STOP* FOR LITTLE ME EVER SINCE THE *GREEN GOBLIN* MESS BEGAN.

AHHH, AN *UPTOWN 'E'*-- JUST WHAT I NEED TO GET BACK TO PETER PARKER'S *PAD*...

...THOUGH WITH MY *HOUSEKEEPING* THE WAY IT'S BEEN, SPIDEY'S *SUMP HOLE* IS MORE APPROPRIATE.

H-HENRY-- L-LOOK... HENRY? *WAKE UP!*

UH OH, I'M *FREAKING OUT* MY FELLOW STRAP-HANGERS. DON'T WORRY, FOLKS, I'M ONLY HERE FOR THE *RIDE*.

THERE WON'T BE ANY *TROUBLE*.

ERRR, JUST PRETEND I'M NOT--

FOLKS?

*NUTS!*

COULD IT BE MY *BREATH?*

AS A SOLITARY AND SOLEMN SPIDEY MAKES HIS TREK BACK TO CHELSEA, IT'S TIME FOR US TO TAKE A LOOKSEE AT A CERTAIN SKATE-BOARDING SPEEDSTER...

I HATED RUNNING AWAY FROM THE WALL-CRAWLER, BUT I HAD NO CHOICE... NOT IF I'M TO MAKE MY GRANDSTAND PLAY.

WEELE'S GOTTA BE PLAYED JUST PERFECTLY OR I'LL BLOW A FORTUNE...

FORBUSH

...AND THAT I CAN'T RISK... NOT NOW.

GOOD MORNING, WEELE. HERE'S THE SUITCASE, WHERE'S MY CASH? TEN THOU IN SMALL BILLS, AS WE AGREED.

YOU'LL GET IT, RACER -- AFTER I'VE SHREDDED THE EMBEZZLEMENT EVIDENCE AGAINST ME.

THEN NO ONE WILL ACCUSE JACKSON WEELE OF-- WAIT!

ARE YOU TRYING TO PLAY GAMES, RACER?

THE MINERVA DOCUMENT'S NOT IN HERE... IT'S THE MOST DAMAGING EVIDENCE AGAINST ME.

YOU KNOW IT, BIG WHEEL.

NOW SIT DOWN AND SHUT UP. YOUR WHINING IS STARTING TO SICKEN ME

OUR ORIGINAL DEAL IS BEIN' CHANGED, WEELE. TEN THOU FOR THIS CASE, TEN MORE FOR THE MINERVA STUFF.

WHAT? YOU CAN'T DO THAT. THAT'S B-BLACKMAIL!

HEY, YOU'RE REALLY A BRIGHT BOY, SWEETY. HOW'D YOU EVER SCREW UP AN' LEAVE THAT ITTY-BITTY PAPER BEHIND EH?

SHUCKS, WEELE, IF THAT SHOULD JUST HAPPEN TO FALL INTO THE RIGHT HANDS, YOU'LL BE ON BREAD AND WATER FOR THE NEXT FIFTEEN YEARS... IF YOU'RE LUCKY.

LISTEN, WEELE, YOU GOT YOURSELF A NIGHT TO THINK THINGS OVER. BUT REMEMBER, HANDSOME, YOU GOT MORE TO LOSE THEN TEN THOU.

SEEYA-- BIG WHEEL.

OH NO-- NO!

WE'LL LET JACKSON WEELE WORRY OVER HIS PROBLEMS **ALONE**, WHICH GIVES US A CHANCE TO LOOK IN ON A RATHER PERPLEXED PETER PARKER...

IF EVERYTHING'S SETTLED DOWN, WHY DO **I** FEEL LIKE AN *UNMADE BED?*

MAYBE IT'S BECAUSE IT'S EVERYONE *ELSES'* LIVES THAT'RE MOVING ALONG WITHOUT ANY COGS... WHILE *MY* FUTURE IS RAPIDLY GOING *DOWNHILL.*

MAYBE IF I'D SETTLE DOWN SOME MYSELF, BECOME MORE OF A *FAM--HOLY SMOKE!* IT'S ALMOST *TWO.*

AS USUAL, I'VE LET MY OWN INSIGNIFICANT PROBLEMS GET IN THE WAY OF MY *VISITING* AUNT MAY, BLESS HER.

I WONDER IF SHE'D BE SO *LOVING AND CARING* IF SHE KNEW WHAT A *HEEL* HER NINCOMPOOP NEPHEW'S BECOME.

WHAT AM I THINK-ING? THAT DEAR WOMAN WOULD LOVE ME IF I WERE *PUBLIC ENEMY NUMBER ONE...*

...WHICH I SOME-TIMES THINK I AM-- WHAT WITH SPIDEY'S ADORING PUBLIC ALWAYS CLAMOR-ING FOR HIS *NECK...* AT THE END OF A *ROPE.*

GOOD MORNING, MRS. MUGGINS.

WHAT'S SO *GOOD* ABOUT IT? IT'S *FREEZING!* BY THE WAY, HOW'S YOUR *AUNT?*

*THAT'S* WHAT I'M HOPING TO FIND OUT.

AS PETER RUSHES TO HIS AUNT'S BEDSIDE, A SMALL, SLIM FIGURE SLOWLY APPROACHES THE WEB-SLINGER'S APARTMENT...

EXCUSE ME, IS PETER PARKER HOME?

NO PARKING AT ANYTIME

HUNH? N-NO...YOU JUST *MISSED* HIM.

THEN COULD YOU LET ME *WAIT* IN HIS APARTMENT, PLEASE? I HAVE *BUSINESS* WITH HIM.

LET'S LEAVE THAT MYSTERIOUS THREAD DANGLING FOR AWHILE AS WE FOCUS IN ON PETER PARKER'S CURRENT WHEREABOUTS...

AHH, THERE YOU ARE. SORRY I'M LATE, MARY JANE, BUT THE TRAFFIC WAS MUR--

DON'T EXPLAIN IT TO ME, MISTER PARKER. APOLOGIZE TO YOUR DEAR AUNT MAY. SHE'S BEEN WORRIED SICK ABOUT YOU.

OH, TUSH, DEAR. I DON'T HAVE TO WORRY OVER PETER ANYMORE. HE'S A BIG BOY NOW.

ARE YOU SURE THAT COAT IS WARM ENOUGH FOR YOU, PETER DEAR?

HEY, YOU'RE LOOKING GOOD, TIGER. READY FOR A GAME OF--

NO, PETER, DEAR. I DON'T THINK I'LL BE PLAYING FOOTBALL ANYMORE.

C'MON, WHAT ARE YOU TALKING ABOUT? YOU'LL BE SCRIMMAGING WITH THE NURSES BEFORE THE WEEK'S OUT.

WHATEVER, DEAR. PETER, WHILE I'VE BEEN LAYING HERE I'VE BEEN REMEMBERING THE OLD DAYS. YOUR UNCLE BEN AND I WERE SO VERY HAPPY TOGETHER.

IT'S SUCH A JOY TO BE WITH SOMEONE YOU LOVE, TO GROW OLD TOGETHER, TO SHARE GOOD TIMES, THEN EVEN THE BAD TIMES AREN'T THAT BAD.

I... I...

MAY PARKER'S FRAIL VOICE FADES, AND HER DANCING EYES SLOWLY CLOSE...

MARY JANE, SHE'S SLEEPING.

LORD, I HOPE SHE'LL BE ALL RIGHT.

SUDDENLY...

EXCUSE ME, BUT YOU TWO WILL HAVE TO LEAVE.

YOUR AUNT'S ROOMMATE NEEDS HER REST.

HUNH? OH, THAT'S ALL RIGHT.

YOU HAVE ONE **INCREDIBLE** AUNT THERE, PETER.

SHE WAS REALLY **SWEET** OFFERING HER RATHER **LESS-THAN-SUBTLE** SUGGESTIONS.

SHE REALLY **CARES** FOR YOUR WELFARE, TIGER. I WISH I--

HUNH? MY **SPIDER-SENSE** IS BUZZING AWAY.

NOTHING **WRONG** HERE, BUT THEN--**WHAT?**

NAHH, IT MUST BE MY **NERVES**. THEY'VE BEEN ABSOLUTELY **FRAYED** FROM WORRYING ABOUT AUNT MAY AND SCHOOL AND VIRTUALLY **EVERYTHING ELSE** THAT HAS COME DOWN THE PIKE LATELY.

HEY, TIGER, YOU'RE DOING A REALLY PERFECT **IMPERSONATION** OF A STONE WALL.

HUNH? OHHH, I'M SORRY, M.J. I GUESS MY MIND'S WANDERING. WANNA SEE A **MOVIE** TONIGHT?

LOVE TO, SWEETS, BUT I GOT AN EARLY **APPOINTMENT** FOR A MODELING GIG TOMORROW. I NEED MY **BEAUTY** SLEEP.

OHHH, OKAY, M.J. I'LL GIVE YOU A **CALL** LATER.

BUT NOT **TOO LATE**, TIGER.

FUNNY, EVEN AUNT MAY FEELS I OUGHT TO **SETTLE DOWN**. MAYBE SHE'S RIGHT.

**SHORTLY...**

ALL THESE YEARS I'VE KEPT TO MYSELF, AND WHAT DO I HAVE TO **SHOW** FOR IT? NOTHING BUT **GRIEF**.

I'LL BE GONE FOR THE **AFTERNOON**, MISS BRANT, CANCEL MY APPOINTMENTS.

THAT'S **GRANT**, MR. JAMESON. GLORY **GRANT**.

OH, YES, I'M SORRY. I'LL TRY TO **REMEMBER**, MISS BRANT.

MR. JAMESON, CAN I HAVE AN *ADVANCE?* I'VE BEEN RUNNING A BIT *SHORT*, AND--

THAT'S ALL RIGHT, M'BOY. I *UNDER-STAND*. SEE ROBBIE.

I HOPE YOUR *AUNT* IS FEELING BETTER.

*SLAM!*

J. JONAH JAMESON

PUBLISHER

HUNH? WHAT'S WRONG WITH JAMESON? HE SOUNDED DOWNRIGHT *CIVIL!*

I KNOW. HE'S BEEN LIKE THAT *ALL AFTERNOON...*

...EVER SINCE HE SPOKE TO *MARLA MADISON.*

*WE'LL WORRY ABOUT THE USUALLY **RAMBUNCTIOUS** J. JONAH JAMESON SOME OTHER TIME. BUT FOR NOW, LET'S GO **DOWNTOWN** TO THE **DOCKS...***

IT'S NO USE. ONCE THE RACER TURNS OVER THOSE PAPERS, I'M *FINISHED!*

EVERYTHING I'VE STRIVED FOR WILL BE DOWN THE TOILET-- *RUINED!*

THOSE IDIOTIC PAPERS WILL *CONVICT* ME, THERE'S NO DOUBT ABOUT THAT. WHY--*WHY* WAS I SUCH A FOOL? WHY DID I KEEP *RECORDS* OF MY MISDEEDS?

WELL, MARGARET WILL *LEAVE* ME NOW, AND I'LL SPEND FIFTEEN YEARS ROTTING IN SOME FORSAKEN *PRISON* SOMEWHERE. BLAST!

MY LIFE'S *OVER*-- WHY DON'T I JUST MAKE IT *OFFICIAL!?!*

YES...THIS IS THE *ONLY* WAY TO DO IT... AT LEAST I'LL GO WITH *DIGNITY.*

HEY, TURKEY-- YOU AIN'T GOIN' *NOWHERE!*

I AIN'T GIVIN' UP MY BRAND-NEW *MEAL TICKET* SO EASY, BUDDY.

YOU STILL GOTTA *PAY* ME--TWENTY THOU.

*NO!* LEAVE ME BE!

HEY, *LOOK* AT YOU, TURKEY. YOU REALLY THOUGHT YOU WERE SOME *BIG WHEEL*, DIDN'T YOU? ALWAYS BOSSIN' AROUND YOUR WORKERS, *RIGHT*, MAN? WELL, YOU AIN'T *NOTHIN'*, MISTER.

*I'M* THE BIG WHEEL NOW, FINK. I GOT THE *POWER!* AND I WANT YOUR *MONEY*, DIG?

YOU *CAN'T* KEEP HOUNDING ME, RACER! YOU CAN'T BE *EVERYWHERE*.

WANNA *BET*, TURKEY? THE TINKERER JAZZED UP MY SKATE-BOARD SO I CAN GO *ANYWHERE*.

WHEREVER YOU HIDE, WHEREVER YOU RUN, I'LL BE *THERE* WATCHIN' AND WAITIN'! BY THE WAY, YOU GOT *THREE HOURS* TO GET THE MONEY USE THE TIME WISELY--

--TURKEY.

THREE HOURS? THAT MAY BE *ALL* THE TIME I'LL NEED TO MAKE YOU *REGRET* EVER HAVING HEARD OF JACKSON WEELE.

THE TINKERER, EH?

*MARVELITE, WE PROMISE YOU--NO MORE DROPPING HINTS OF THINGS TO COME. FROM NOW ON, THE ACTION'S THE THING... STARTING IN THIS RUNDOWN LITTLE COFFEE SHOP ON FORTY-FIFTH STREET.*

...C'MON, HELEN, WE'RE BOTH *SINGLE*. NOTHING IN THE *RULES* PREVENTS US FROM DATING.

NO WAY, FRANK. WHILE I WEAR THIS *UNIFORM*, I'M NOT A WOMAN. I'M A POLICE OFFICER.

SURE, SURE, BUT YOU'RE THE *SHAPLIEST* FLATFOOT I'VE EVER SEEN. HOLD IT-- *RADIO CALL!*

*FIVE-ADAM-FIVE--F.D.R. DRIVE VICINITY. ALL AVAILABLE UNITS-- CALL IN.*

THIS IS FIVE-ADAM-FIVE, *WHAT* IS IT?

FIVE-ADAM-FIVE, YOU'VE GOT A *10-10*, SUSPICIOUS LONE-MAN, NEGROID, ON THE RIVER DRIVE UPTOWN.

WHAT'S HIS *VEHICLE?*

FRANK? I DIDN'T *HEAR*. WHAT DID HE SAY? WHAT ARE WE *LOOKING* FOR?

YOU'RE NOT GOING TO *BELIEVE* THIS, HELEN -- IT'S A MAN ON A *SKATEBOARD*. LET'S MOVE.

HELEN, YOU'RE HEADING *DOWNTOWN*, WE'RE SUPPOS-ED TO--

I KNOW WHAT I'M *DOING*, FRANK, KEEP OUT OF THIS.

THERE'S NO *UPTOWN* ENTRANCE HERE. EITHER WE TAKE THE *DOWNTOWN*...

...OR WE MISS OUT ON *EVERYTHING*.

POLICE

OH YES, ONE OTHER THING, FRANK.

UHHH, YEAH?

TAKE YOUR *HAND* OFF MY *KNEE*.

FRANK, OVER THERE-- *LOOK!* THAT'S *GOT* TO BE HIM.

YOU SURE?

*LOOK* AT HIM. IF HE ISN'T DOWN-RIGHT SUSPICIOUS, *NOBODY* IS.

ALL RIGHT, *NOW* WHAT? YOU'VE GOT US POINTED THE *WRONG WAY.*

*TRUST* ME, FRANK.

MY BROTHER USED TO RIDE IN THE *DEMOLITION DERBY* EVERY WEEKEND. HE TAUGHT ME *EVERY-THING* HE KNEW.

HOLD ON TIGHT, FRANK. WE'RE *HOPPING* THE DIVIDER.

HUNH? WHAT'S GOIN' ON HERE? THAT *MOVE* AIN'T IN THE *REGULATIONS.*

*FWAP!*

SINCE WHEN DID *STARSKY AND HUTCH* MOVE TO THE BIG APPLE?

WELL, I'LL SEND 'EM RIGHT BACK TO *L.A.*--WITH THEIR *RATINGS* FLAPPING BETWEEN THEIR LEGS.

DID YOUR BROTHER TEACH YOU HOW TO *HANDLE* GUYS LIKE THAT?

HE DIDN'T HAVE TO. GIRLS *INSTINC-TIVELY* KNOW THAT SORT OF THING.

F-FRANK--?

WH-WHAT?

*TAKE THE WHEEL!* I'VE LOST CONTROL!

*NOW* YOU TELL ME!

*KRASH!*

HELEN...?

UNGGGHHH, YES, FRANK--?

TELL ME, DID YOU GET YOUR *DRIVER'S LICENSE* OUT OF A *CRACKER-JACK BOX?*

*LET'S LEAVE OUR PERPLEXED POLICE OFFICERS FOR TODAY... AND PICK UP ON A CERTAIN HIGH-SWINGING SPIDER-MAN, CURRENTLY **HOP-SCOTCHING** ACROSS THE MANHATTAN SKYSCAPE...*

...YEAH, IN A FEW MONTHS I'LL BE *GRADUATING* COLLEGE, AND I'VE ALREADY BEEN OFFERED A *TEACHING SCHOLARSHIP* TO HELP PAY FOR MY PhD.

MAYBE *THIS IS* THE PERFECT TIME TO-- *HOLD IT!*

MAYBE I *SHOULDN'T* ASK HOW, BUT--

AHH, I DON'T HAVE TO ASK-- OBVIOUSLY, *THERE'S* THE JOY-BOY WHO CAUSED THAT LITTLE *MISHAP* BACK THERE.

HOLD IT THERE, HANDSOME, I WANNA *TALK* TO YOU.

NOT YOU *AGAIN?*

*THWIP!*

HAVEN'T YOU LEARNED YOUR *LESSON,* YET?

NO ONE HOLDS ON TO THE ROCKET RACER FOR *LONG!*

BLAST! HE'S GOT HIS *WEBBING* STUCK TO ME... I CAN'T SPARE THE TIME TO *RIP* IT OFF.

WE'LL JUST HAVE TO *SEE* ABOUT THAT, WON'T WE, GOGGLES?

UNLESS I CAN *CHANGE* MY DIRECTION QUICKLY, HE'LL *HAVE* ME.

OBOY. ROCKY'S MAKING A *SHARP TURN*... CAN'T STRAIGHTEN OUT FAST ENOUGH.

THOUGH THIS TIME YOU'RE GONNA FIND ME A BIT *PERSISTENT.*

NUTS! MY WEB'S *TANGLED* ABOUT THAT COLUMN-- *HUNH?*

*SNAP*

THE WEB *SNAPPED!* COME TO THINK OF IT, IT'S BEEN GETTING PROGRESSIVELY *WEAKER* THESE PAST MONTHS.

SOMETHING MUST BE *AFFECTING* MY ORIGINAL FORMULA.

WELL, I'LL *WORRY* OVER MY BUNSEN BURNERS SOME *OTHER* TIME.

RIGHT NOW I WANNA GET *DONE* WITH THAT SKATE-BOARDING SPEEDSTER.

I HAVE MY *GREATEST CHALLENGE* STILL FACING ME.

HI THERE, HANDSOME, FANCY MEETING *YOU* HERE. YOU PAY THE *BRIDGE TOLL?*

NO, BUT I'LL PAY THE *DEATH TOLL*-- WITH *YOU*, WEB-SLINGER!

HE FIRED HIS *MICRO-ROCKETS*-- GOTTA DUCK OR I'LL BE *BLITZED!*

*WHOOOM*

*WHOOOM*

HUNH? MY FOOT'S *SLIP-PING*. BUT *HOW?*

OH, *NO!* I CAN'T KEEP A *HAND-HOLD*, EITHER.

SHEESH, IT'S THE *RUST*... THE MISSILE MUST HAVE *LOOSENED* IT. IT'S FLAKING OFF RIGHT UNDER ME!

WELL, IF MY *KRAZY-GLUE* APPENDAGES WON'T HELP ME, I'VE STILL GOT *ANOTHER PATENTED* SPIDEY TRICK UP MY WEB-SHOOTERS.

*THWIP!*

AFTER ALL, I CAN'T DIE BEFORE I FACE M.J. TONIGHT.

HEY, RACER--

-- REMEMBER WHAT *SIMON AND GARFUNKEL* USEDTA SAY ABOUT THIS BRIDGE--?

*SLOW DOWN,* YOU'RE MOVIN' TOO FAST!

*SPAK!*

REAL NICE LYRICS, WEB-HEAD. A SHAME THEY'LL BE YOUR *LAST RECORDED WORDS!*

*UNGGHHH!* HIS *ROCKET PUNCH* HIT ME SQUARE. COULDN'T *ROLL* OUTTA THE WAY IN TIME.

HOO BOY, I *DON'T* BELIEVE IT! LANDED RIGHT ON THE *WHITE LINE*. BUT I'M STILL THE *BULL'S EYE* IN THIS RUSH-HOUR TRAFFIC...

...AND UNLESS I FLIP OUTTA HERE *FAST--*

--I'LL BE PLASTERED TO SOME-BODY'S *FENDER* BEFORE TOO LONG.

MADE IT, JUST BY THE SKIN OF MY PROVERBIAL *CAPS.*

THOUGH WHILE I AVOIDED BEING A *TRAFFIC* CASUALTY, THE RACER *SPLIT!*

WELL, FRANKLY-- WHO GIVES A *HAIRY BONGO?*

I'VE STILL GOT THE *TOUGHEST CONFRONTA-TION* OF MY CAREER WAITING FOR ME.

STILL, I'D LIKE TO KNOW WHERE THAT *SKATEBOARDER* ZOOMED OFF TO.

JUST A MATTER OF *PROFESSION-AL CURIOSITY,* OF COURSE, NOTHING ELSE.

LATER THAT EVENING...

BZZZ

NO. DON'T TELL ME. SHE'S GONE!

SHE CAN'T BE. I CAN'T PSYCHE MYSELF INTO THIS MADNESS A SECOND TIME.

NOK! NOK! NOK!

...HOLD ON, I'M COMING ...I'M COMING...

PRAISE THE LORD, AND PASS THE AM-MUNITION.

SORRY, BUT I WAS IN THE SHOWE-- PETER?

HEY, WHAT ARE YOU DOING HERE, TIGER?

I WAS IN THE NEIGHBORHOOD...

...AND I THOUGHT I'D SHARE SOME DESSERT WITH YOU.

CRACKER-JACKS?

I HAVEN'T HAD THESE SINCE I WAS IN MINI-SKIRTS.

LOOK, THEY STILL HAVE A TOY IN EVER--

Cracker Jack

WAIT A SEC... THIS ISN'T A TOY, IT'S A REAL DIAMOND RING!

PETER... WH-WHAT DOES THIS MEAN?

MARY JANE, WILL YOU MARRY ME?

GULP!

NEXT ISSUE:

...AND WHERE THE BIG WHEEL STOPS, NOBODY KNOWS!

SPIDER-MAN ®

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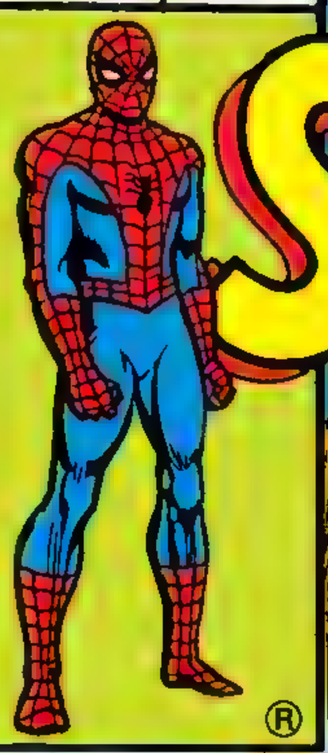
# the AMAZING SPIDER-MAN®



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ROCKET RACER, YOU MAY HAVE *DEFEATED* SPIDER-MAN--

--BUT NOT EVEN *YOU* CAN STOP THE *BIG WHEEL!*

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

# Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

MARV WOLFMAN WRITER/EDITOR / ROSS ANDRU PENCILS / BOB McLEOD INKS / JIM NOVAK LETTERS / JANICE COHEN COLORS

IN WHICH WE ASK THE EARTH-SHATTERING QUESTION: CAN A BROWN-HAIRED, BROWN-EYED CAREER NEUROTIC MAKE IT THROUGH HIS LAST DAYS OF **COLLEGE** WITHOUT HAVING THE WHOLE WORLD CRASH IN ON HIM?

TO WHICH WE ANSWER: DON'T BET ON IT!

NO ONE HERE? GOOD!

THANK HEAVEN FOR DECLINING COLLEGE ENROLLMENT. IT MAKES IT A HECKUVA LOT ***EASIER*** FOR US HUMAN ARACHNID TYPES TO FIND PLACES WHERE WE CAN SWITCH FROM **WEBHEADS** TO **BOOKWORMS!**

...AND WHERE THE **BIG WHEEL** STOPS, NOBODY KNOWS!

STRANGE LOOKING AT THE OL' **CLASSROOM** EMPTY LIKE THIS. IT REMINDS ME HOW LITTLE **TIME** THERE IS BEFORE I FINALLY **GRADUATE.**

IN JUST A FEW SHORT MONTHS, I'LL HAVE MY **DEGREE.**

IMAGINE, LEAVING SCHOOL AND GETTING **MARRIED**... ALL AT THE SAME TIME.

**MARRIAGE!** WHY IS IT WHENEVER I **THINK** ABOUT IT, MY KNEES BEGIN TO BUCKLE? I'M DOING THE **RIGHT** THING, AREN'T I?

PETER PARKER DESPERATELY NEEDS SOME **STABILITY** IN HIS LIFE, DOESN'T HE?

AND MARRYING MAD-CAP MARY JANE WILL **PROVIDE** THAT STABILITY, IT SAYS HERE.

SO WHY AM I **SCARED** RIGHT OUT OF MY LONGJOHNS? IS IT WAITING FOR MJ TO GIVE ME HER ANSWER, OR--

UH OH, MY **SPIDER-SENSE** IS TINGLING!

PEOPLE HEADING **THIS** WAY.

OMIGOSH! IT'S CLASS TIME AND I'M STILL DRESSED FOR SUPER-HEROING!

*BUT, A FEW MINUTES LATER...*

...AS THE STUDENT BODY FILES IN--

--THEY FIND...

ALREADY AT YOUR **DESK,** PARKER? FIGURES! ALWAYS LATE TO PARTIES AND EARLY FOR **CLASS!**

MAKES **SENSE** COMING FROM A SQUARE LIKE YOU.

HUNH? WHAT DID YOU SAY, FLASH?

HEY, **CHEER UP.** I WAS JUST **RIBBING** YOU, PAL--AN OLD-TIME **JOKE!**

I MEAN, YOU LOOK LIKE YOU'VE GOT THE WHOLE WORLD'S **TROUBLES** PLASTERED ONTO YOUR SHOULDERS.

ANYTHING YOU CAN **TALK** ABOUT?

I ONLY WISH I **COULD,** FLASH. I **ONLY** WISH I COULD.

WHILE A PERPLEXED PETER PARKER PONDERS HIS POSSIBLY PERNICIOUS PROBLEMS (TRY SAYING **THAT** FIVE TIMES FAST), IT IS TIME FOR US TO TRAVEL TO A SMALL SIDE STREET IN **BROOKLYN, N.Y.**, THE FIFTH LARGEST CITY IN AMERICA.

NEED ANY **HELP**, SIR?

ARE YOU THE **TINKERER?**

I TINKER HERE AND THERE, A **FIX-IT**, JACK-OF-ALL-TRADES.

WELL, "I'VE GOT A **RADIO** THAT JUST CAN'T CARRY A TUNE!"

OH, I **SEE.**

YOUR **NAME**, PLEASE, SIR?

JACKSON WEELE.

METHOD OF PAYMENT? CASH OR A **PERCENTAGE** OF PROFITS?

UHHH, CASH, I GUESS. I ONLY INTEND TO USE WHATEVER YOU DEVISE **ONCE.**

AH **HA!** "VENGEANCE IS MINE!" I SEE, I SEE. COME ON IN, YOUNG MAN--

--AND ENTER THE **LAIR** OF THE **TERRIBLE TINKERER!**

YOU'LL HAVE TO *TELL* ME ABOUT YOUR VICTIM, MR. WEELE. THAT WILL ALLOW ME TO DEVISE A SUITABLE DEVICE.

YOU SHOULD *KNOW* HIM, TINKERER-- HE CALLS HIMSELF THE *ROCKET RACER.*

OH, YES, I KNOW HIM INDEED. HE BROUGHT ME HIS OWN *DESIGN,* ASKED ME TO *BUILD* IT FOR HIM, FOR 25% OF HIS *TAKE,* OF COURSE.

HMMM, THIS IS DEFINITELY A *CHALLENGE,* MR. WEELE. ARE YOU INTERESTED IN ANY SPECIFIC *MOTIF?*

I *DON'T CARE* WHAT YOU CREATE, TINKERER -- AS LONG AS I CAN *CRUSH* HIM BUT GOOD.

I'M SICK OF HIS TAUNTING *LAUGH* -- OF HIS ALWAYS *CHIDING* ME, CALLING ME THE BIG WHEEL, ALWAYS PUSHING ME TO THE *WALL.*

I WANT HIM, AND I WANT HIM *FAST.*

THEN YOU SHALL *HAVE* HIM, MR. WEELE. HMMM, BIG WHEEL HE CALLS YOU. HOW *INTERESTING.*

MR. WEELE, I JUST MAY *HAVE* SOMETHING FOR YOU -- IT WILL BE A SLIGHT *MODIFICATION* OF SOMETHING I WAS WORKING ON FOR... ANOTHER POTENTIAL CLIENT.

PLEASE COME BY AT ABOUT *SIX.*

I'LL *BE* HERE, TINKERER.

JACKSON WEELE LEAVES AS THE TERRIBLE TINKERER RETURNS TO HIS DARK, OPPRESSIVE LAB...

TOY, WE'VE GOT OURSELVES ANOTHER *CLIENT.*

BUT WE'LL HAVE TO WORK RATHER *QUICKLY.* ARE YOU UP TO *ASSISTING* ME?

TOY IS *ALWAYS* READY TO HELP YOU, SIR.

SPLENDID, M'BOY, SIMPLY *SPLENDID.*

NOW THAT WE'VE PIQUED YOUR **CURIOSITY**, LET'S MOVE ON AHEAD TO THIS EVENING, WHERE WE LOOK IN ON A CERTAIN **MAY PARKER**, RECUPERATING NICELY AT **NEWHOPE MEMORIAL HOSPITAL**...

MRS. PARKER, YOUR **PULSE** IS FINE, AND YOUR **BLOOD PRESSURE** IS DOWN. YOU'RE DOING QUITE WELL, CONSIDERING.

CONSIDERING I'M SUCH AN **OLD WOMAN**, DOCTOR?

CONSIDERING YOU **NEVER** TAKE MY ADVICE AND JUST **REST**. YOU'RE A STUBBORN ONE, MRS. P.--

--BUT PERHAPS THAT'S WHY WE ALL **LOVE** YOU HERE!

DOCTOR, YOU'RE POSITIVELY **FLATTERING**.

SURE YOU'RE OKAY, MOM? YOU'RE FOLLOWING THE DOC'S **ORDERS**?

I'M TAKING CARE OF **MYSELF**, ROBERT-- IT'S **YOU** I WORRY ABOUT.

I **DON'T** LIKE WHAT YOU'RE INVOLVED IN, SON.

PLEASE, IF NOT FOR **ME**, THEN FOR **YOUR** SAKE-- **GIVE IT UP!**

SON, I--I DON'T WANT TO SEE YOU IN **JAIL** EVER AGAIN.

AW, COME **OFF** IT, MOM. I'M A **BIG BOY** NOW. I **KNOW** WHAT I'M DOING.

**SOMEONE'S** GOTTA PAY FOR YOUR STAY IN HERE, AND WE'VE GOT A **DOZEN** OVERDUE BILL NOTICES IN THE MAIL.

HECK, THERE'S **NO WAY** I'M GONNA SIT ON MY **BUTT** WHILE YOUR **MEDICARE** RUNS OUT--AN' YOU GET **TOSSED** OUTTA HERE HALF-TREATED.

WE **NEED** CASH, AN' I'M GONNA **GET** SOME --ANYWAY I HAVE TO.

MEANWHILE, IN THE HALL OUTSIDE MAY PARKER'S ROOM--

WELL, IF IT ISN'T MAY PARKER'S SEMI-ATTENTIVE **NEPHEW**.

HOW GOOD OF YOU TO **COME** HERE, PARKER--FIVE MINUTES BEFORE **VISITING HOURS** END.

OBOY... IS IT **THAT** TIME ALREADY?

YOUR AUNT'S A VERY **SICK** WOMAN, PARKER, AND FOR SOME REASON **I** CAN'T FATHOM, SHE THINKS OF **YOU** AS HER KNIGHT IN SHINING ARMOR.

THE **LEAST** YOU CAN DO IS SHOW UP HERE EVERY SO OFTEN.

YOU **DO** CARE ABOUT YOUR AUNT, DON'T YOU?

SURE. OF **COURSE**.

THEN **SHOW** IT.

AS DOCTOR TOMPKINS LEAVES...

Whew! I'M NOT EXACTLY HIS *FAVORITE* PERSON, AM I?

BUT HOW CAN I TELL HIM THE *GREEN GOBLIN* KEPT ME BUSY WHILE MY AUNT HAD HER ATTACK?

HOW CAN I EXPLAIN TO *ANY-ONE* WHAT BEING *SPIDER-MAN* HAS DONE TO ME?

I *CAN'T!* SO, AS USUAL, PETER PARKER TAKES HIS *LUMPS* FOR BEING CALLOUS ALL THE WHILE HE'S TRYING TO *HELP* HUMANITY...

...NOT THAT SPIDER-MAN HAS ANY *GRATITUDE* BESTOWED ON HIM, EITHER. SHEESH, I TRY TO *HELP*, AND I GET *DUMPED-ON*-- BY EVERYONE.

EH, MY *SPIDER-SENSE* IS TINGLING LIKE CRAZY. SOME-THING'S GOING ON *INSIDE* AUNT MAY'S ROOM.

AND, A MOMENT LATER, THE HOSPI-TAL DOOR IS FLUNG *OPEN*...

ALL RIGHT, WHAT'S THE *MATTER* HERE?

*OH MY!* IT'S THAT VICIOUS *SPIDER-MAN!*

HUNH? DID MY TRUSTY SPIDER-SENSE *GOOF?* IT'S QUIET AS A *WAKE!*

MY *CHEST!* MY CHEST!

SPIDER-MAN! HOW DID HE *KNOW* I WAS HERE?

ROBERT? WHY IS *HE HERE?*

OBOY, BETTER EXPLAIN *FAST*, THEN GET OUTTA HERE-- AUNT MAY'S CLUTCHING HER CHEST IN *PAIN.*

SORRY, FOLKS, THIS IS JUST A *MISTAKE.*

I'LL BE *GOING* NOW... NOBODY WILL BE HURT, I PROMISE.

YOU DON'T HAVETA PROMISE, CREEP...

...YOU WON'T BE IN *SHAPE* TO HURT ANYONE.

*¡PAK!*

NO, ROBERT-- HE'S SOME KIND OF *MONSTER!* STAY *AWAY* FROM HIM!

AND, A MOMENT LATER, AS IF TO *PUNCTUATE* MRS. EMMA JOHNSON'S WARNING...

WOW! HE TOSSED ME OUTTA THERE LIKE I WAS A *FEATHER*. BUT MAYBE IT'S FOR THE BEST.

HEY, GET IN THERE-- WE'RE BEIN' *ATTACKED!*

*SPIDER-MAN?* WHAT ARE *YOU* DOING HERE?

MAYBE IT'S *TRUE* WHAT JAMESON'S BEEN SAYING. YOU *ARE* A MENACE.

FREEZE IT, WEB-SLINGER. WE'VE GOT YOU *COVERED.*

TWANG!

SIGH, MUST I *ALWAYS* GO THROUGH THIS SAME ROUTINE, GUYS?

THE EVER-MINDFUL MINIONS OF THE LAW WHIP OUT THEIR *GUNS*...

...WHICH I WEB UP WITH *INCREDIBLE EASE*. IT GETS *BORING*, GROUPIES.

SO YOU GOT OUR *GUNS*--YOU HAVEN'T GOT *US!*

CAREFUL NOW, WEBHEAD, I DON'T WANNA *CRIPPLE* THESE JOES. THEY'RE ONLY DOING THEIR *JOBS*... EVEN IF IT PROVES A *BOTHER* TO ME.

THE COPS AIN'T GONNA *HOLD 'IM* FOR LONG-- BUT THEY WON'T *HAVE* TO.

FORTUNATELY, I ALWAYS WEAR MY *SUIT* UNDER MY REGULAR DUDS.

UTILITY ROOM

NOW LET'S SEE WHAT THAT WEB-SLINGING *WEASEL* DOES WHEN HE'S GOTTA TAKE ON THE *ROCKET RACER!*

LOOK, GUYS, I JUST WANNA SPLIT-- REALLY I DO. BEING HERE'S JUST AN ACCIDENT.

THIS IS GOING ALL WRONG. BECAUSE OF ME, AUNT MAY'S IN A PANIC.

IF SHE HAS ANOTHER ATTACK, THIS TIME IT'S DEFINITELY MY FAULT.

DON'T KNOW HOW YOU KNEW I'D BE HERE, WEB-SLINGER-- BUT IT DON'T MATTER NOW.

LORD, IF SHE DIES BECAUSE OF THIS-- SPIDER-MAN WILL HAVE BECOME A MURDERER!

I'M GONNA TEAR YOU APART!

YOU--? NOT ON TOP OF EVERY-THING ELSE!

THIS JUST ISN'T MY DAY.

DON'T PLAY MISTER INNOCENT WITH ME, WALL-CRAWLER. IT'S NOT GONNA SAVE YOUR SKIN.

THIS TIME I'M NOT IN A RUSH TO BE ELSE-WHERE.*

*AS IN OUR LAST ISSUE.--MW.

CAN'T BELIEVE THIS-- IT'S GOING FROM ROTTEN TO ROTTENER!

FIRST THINGS FIRST-- GOTTA LURE THAT SKATE-BOARDING PSYCHO OUTTA HERE-- GIVE THE DOCTORS A CHANCE TO GET TO AUNT MAY.

UNGHHH! GOTTA GET SPIDEY AWAY FROM MY MOM-- THIS COULD GIVE HER ANOTHER ATTACK!

IF I CAN JUST WEB HIM UP, DRAG HIM AWAY FROM HERE...

MAYBE I CAN MAKE IT TO THE WINDOW...

HEY!

HOLY COW! I DIDN'T THINK I YANKED HIM THAT HARD!

KRASH!

MADE IT! NOW IT'S SAFE CITY!

GREAT GOING, WEB-HEAD-- IN YOUR HASTE, YOU JUST MAY HAVE KILLED THAT LOONY!

HUNH? HIS SKATEBOARD'S ZOOMING OUT THE WINDOW AFTER HIM. IT MUST BE RADIO CONTROLLED BY THAT DOO-DAD IN HIS GOGGLES!

BUT WHAT POSSIBLE GOOD WILL THAT DO HIM WHILE HE'S PLUMMETING EARTHWARD?

BUT EVEN AS THE RACER FALLS GROUND-WARD, HIS BOARD SPEEDS ON AHEAD OF HIM...

--IT ADJUSTS ITS DIRECTION TO-WARD A CORNICE STONE--

--THEN LEAPS INTO A CHASM OF EMPTY SPACE.

MAN, THAT WAS BEAUTIFUL.

I KNEW ALL THE TRAINING I PUT IN WOULD BE WORTH IT.

WITH THIS BOARD UNDER ME, THERE AIN'T NOTHIN' I CAN'T DO!

WHUMP!

GOTTA ANGLE THIS JUST RIGHT, OR I'LL *IMPACT* WITH THE GROUND TOO FAST...

YEAH, I'M *DOIN'* IT... SKIMMIN' OFF THOSE POOR *CARS*...

...SLOWIN' MYSELF DOWN JUST *PERFECT*.

SPAK!

POK!

BOK!

DAIRY

NOW TO GET BACK TA SPIDEY AN' SHOW 'IM WHAT'S *COMIN'* *DOWN!*

HI, THERE, CUDDLES-- GOING SOMEPLACE?

HOPE YOU DON'T MIND ME *JOINING* YOU, 'CAUSE HERE I AM!

SAY, DID YOU *MISS* ME WHILE I WAS GONE?

I MAY HAVE *BEFORE*, WEB-SLINGER-- BUT NOT *THIS* *TIME!*

OBOY-- HE'S FIRING THOSE *MICRO ROCKETS* AGAIN... IF ONLY *ONE* OF THEM GETS ME, I'M *DONE* *FOR!*

TOO LATE TO *WEB-WEAVE* A BLOCKADE... GOTTA FIND SOMETHING *ELSE* TO TAKE THE *BRUNT* OF THEIR IMPACT.

SPAKAMM!

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*WE'VE OFTEN STATED THAT OUR WEBHEAD HAS THE **PROPORTIONAL** STRENGTH OF A SPIDER. NOW YOU CAN **SEE** WHAT WE'VE **MEANT** BY THAT.*

*AFTER ALL, HOW MANY **NORMAL** COLLEGE SENIORS CAN LIFT A RATHER WEIGHTY **VOLKSWAGEN** CAR, LET ALONE **HOLD** IT LONG ENOUGH TO TAKE THE **IMPACT** OF THE ROCKET RACER'S MICRO-MISSILES?*

UNNGGHHH! ROCKET'S CRUSHED ME TO THE WALL...

...THE PRESSURE IS *OVERWHELMING!*

NOT BAD, CREEP. COURSE, YOU ONLY SURVIVED LONG ENOUGH FOR ME TO *PERSONALLY* DO YOU IN.

HUNH?

DON'T *BET* ON IT, PUNK!

YOU WON'T BE IN SHAPE TO DO ANYTHING BUT *DIE!*

YOU'VE TAUNTED ME... MOCKED ME, TORTURED ME-- BUT THAT ALL ENDS RIGHT NOW!

POW! POK! BAM! BAM!

GOTTA MOVE-- HIS BULLETS ARE SPRAYIN' ALL OVER!

YOU'RE A DEAD MAN, RACER-- COURTESY OF--

THE BIG WHEEL!

WEELE? WEELE? HEY, IT CAN'T BE YOU!

BUT IT IS, YOU SNIVELLING LITTLE SNIT. JACKSON WEELE -- NOW THE BIG WHEEL!

BLAM!

YOU PUSHED ME TO THE WALL, MISTER-- NOW I'M PUSHING BACK!

CRIPES! THE FOOL MEANS IT!

PARKING

HE CAN'T TWIST THROUGH THESE CARS LIKE ME. I'LL GET AWAY SCOT-FREE!

WELL, I AIN'T ABOUT TO LET THAT BOZO GET ME. MEBBE HE'S GOT POWER ON HIS SIDE... BUT I GOT EXPERIENCE.

NOTHING'S GOING TO STOP ME-- NOT 'TIL I'VE CRUSHED YOU TO A BLOODY PULP!

GO AHEAD, RACER-- RUN FOR ALL I CARE. WHEREVER YOU GO, I'LL FOLLOW YOU!

NO MAN CATCHES THE ROCKET RACER --'LESS I WANT 'IM TO!

OH, SWEET HEAVEN! I-- I CAN'T BELIEVE IT!

I SAID YOU CAN'T ESCAPE ME, PUNK! I MEANT IT!

WHAT THE BIG WHEEL CAN'T GO AROUND--*HE CRUSHES THROUGH!*

SKRUNCH

WHERE ARE YOU, RACER? YOU CAN'T *HIDE* FROM ME FOREVER.

I'LL *FIND* YOU, PUNK--THEN YOUR BONES WILL BE GROUND TO *DUST* BETWEEN MY *MOLY-BDENUM STEEL TREADS!*

POK!

I DON'T HAFTA *HIDE*, TURKEY--NOT IF I CAN GET A *CLEAR SHOT* AT YA!

POK!

SO *THERE* YOU ARE, CRETIN! DID YOU ACTUALLY BELIEVE YOUR INEFFECTUAL LITTLE MISSILES COULD *DAMAGE ME?*

SPAK

MY *OUTER SHELL* REVOLVES SO SWIFTLY IT *EXPLODES* YOUR ROCKETS LONG BEFORE THEY CAN GET *NEAR* ME.

BTAP

NUTS!

BRAKKK

DO I SEE YOUR FEARLESS FACADE *VANISH* NOW, FOOL? WILL YOU CRY AND *BEG* FOR ME TO HALT MY UNRELENTING BARRAGE?

*BEG*, RACER--BEG, AND PERHAPS I WILL BE *MERCIFUL!*

YOU GOTTA BE *JOKIN'*, TURKEY! YOU CAN'T *BAG* ME IF YA *CAN'T CATCH ME!*

EAT MY *DUST*, SWEETUMS--CAUSE THAT'S *ALL* YOU'RE GONNA GET OFF THE ROCKET RACER!

BEFORE YOU THINK WE'VE **FORGOTTEN** ABOUT THE **STAR** OF THIS MAG...

WHEW! MY CHEST'S STILL **BURNING**, BUT SOMEHOW I DON'T THINK MY HEALTH'S ALL THAT **IMPORTANT** RIGHT NOW.

NOT WHEN THOSE TITANIC **TIRE TRACKS** TELL ME SOMETHING HAPPENED HERE WHILE I WAS OUT COUNTING **CONSTELLATIONS!**

LET'S SEE, I **KNOW** IT'S IMPOSSIBLE FOR THE RACER TO HAVE CRUSHED THOSE CARS IN THAT MANNER...

...BUT WHAT IN **SAM HILL** COULD?

WHAT'S MORE, DO I **REALLY** WANNA FIND OUT?

SPIDEY, ANYONE TELL YOU YOU'VE GOT A LOUSY WAY OF GETTING **INVOLVED** IN THINGS THAT ARE WAY OVER YOUR **HEAD**?

HOO-BOY! UNLESS THEY'RE FILMING **CLOSE ENCOUNTERS OF THE FOURTH KIND** DOWN THERE, I'D SAY **THAT'S** THE CAR-CRUNCHING CONTRAPTION I'M LOOKING FOR.

BUT WHY'S IT **CHASING** AFTER THE RACER? MAYBE ROCKY TICKED OFF SOMEONE **BESIDES** ME?

WELL, I'LL WORRY ABOUT THAT FREE-WHEELING FRISBEE ANOTHER TIME-- FIRST I WANNA SET THE RECORD STRAIGHT WITH MY ROLLER DERBY REJECT.

ALL RIGHT, HANDSOME, WAIT UP FOR YOUR *FRIENDLY NEIGHBORHOOD ARACHNID.*

GET OUTTA HERE, WEBHEAD! I HAVEN'T THE *TIME* FOR YOU.

NOW, WHERE HAVE I HEARD *THAT* BEFORE, CHUCKLES?

BY THE WAY, SON, DIDN'T YOU HEAR ME SAY *STOP?*

*NO!* YOU CAN'T DO THIS TO ME!

KNOW WHAT I LIKE ABOUT YOU, RACER? YOU'RE *PERSISTENT!*

*STUPID* AS ALL GET-OUT, BUT CERTAINLY PERSISTENT!

NOW, HOW ABOUT EXPLAINING WHY THAT *STEEL PIZZA'S* HOT ON YOUR TAIL?

--YOU'VE DOOMED US *BOTH!*

*FOOL!* IT'S CHASED ME UP THE *WALL!* LOOK WHAT YOU'VE *DONE, SPIDER-MAN--*

NO NEED TO WORRY, HANDSOME--I KNEW THAT RAMPAGING HAMBURGER BUN WAS WHIRLING THIS WAY *SECONDS* AGO--

--WHICH IS *MORE* THAN ENOUGH TIME FOR A GUY WITH *SPIDER-REFLEXES* TO ACT.

UNFORTUNATELY, I CAN'T SAY THE SAME FOR YOUR *PLAYMATE.*

KRATSH!

HE CAN'T TURN THAT GALLOPING GIZMO IN TIME.

HE CRASHED THROUGH THE *WALL.*

OH NO--NO! I CAN'T STOP THIS BLASTED THING!

WHY DIDN'T I TAKE THE TIME TO *PERFECT* MY CONTROL OVER IT?

SOMEONE--ANYONE--*HELP ME!*

SPLOOCH!

NO SIGN OF THE *DRIVER.*

WELL, HERE I GO, DOING SOMETHING *STUPID* YET ONE MORE TIME.

BUT I *CAN'T* LET THAT POOR GUY *DIE*--EVEN IF HE *WAS* TRYING TO FLATTEN THE RACER INTO *PANCAKES!*

*YEECHHH!* SO MUCH MUCK AND MIRE DOWN HERE I CAN'T SEE A BLASTED THING. THE WHEEL'S *LOST* IN ALL THIS SEWAGE.

WHAT A *HORRIBLE* WAY TO GO!

AND SPEAKING OF *GOING*, I SEE THE RACER *SPLIT* WHILE I WAS MAKING LIKE PRINCE NAMOR.

NOT THAT I'M ALL THAT *SURPRISED.* I JUST WISH I KNEW WHAT HE WAS UP TO, AND WHY HE WAS AT THE HOSPI--*OMIGOSH!*

*AUNT MAY!* IN ALL THE CONFUSION--I *FORGOT* ABOUT HER!

IT TAKES ONLY A FEW MINUTES FOR AN ANXIOUS SPIDER-MAN TO WEB-SLING ACROSS MANHATTAN TO NEWHOPE MEMORIAL, AND THEN ANOTHER **MOMENT** FOR SPIDEY TO VANISH AND FOR PETER PARKER TO APPEAR...

AUNT MAY, GUESS WHICH OF YOUR FAVORITE **NEPHEWS** IS HERE TO--

SHE'S **GONE!** WHAT HAPPENED TO HER?

WAS I **TOO LATE?** IF **ANYTHING** HAPPENED WHILE I WAS GONE, I'LL **NEVER** FORGIVE MYSELF.

WORRIED, PETER RACES DOWN THE CORRIDORS IN SEARCH OF DOCTOR TOMPKINS...

SO YOU'RE **BACK**, PARKER. HOW **NICE** OF YOU TO SPARE THE TIME!

**WHERE'S** MY AUNT? **HOW** IS SHE?

WE'VE MOVED HER INTO THE **CRITICAL WARD**, PARKER. SHE HAD ANOTHER **SEIZURE** WHILE SPIDER-MAN WAS HERE.

SHE'S BEEN GIVEN A **SEDATIVE**, AND SHE **CAN'T** HAVE ANY VISITORS--WHICH SHOULD MAKE SUCH AN **ATTENTIVE** NEPHEW LIKE YOU **VERY** HAPPY.

GOOD DAY, PARKER.

SHE HAD AN ATTACK BECAUSE OF **ME!** ONCE AGAIN I'VE CREATED A DISASTER. SHE'S SACRIFICED **EVERYTHING** FOR ME, AND HOW DO I **RETURN** HER LOVE--?

BY NEARLY **SCARING** HER TO DEATH!

HEY, **THERE** YOU ARE, TIGER. I'VE BEEN LOOKING ALL OVER FOR YOU.

MARY JANE?

YOU'RE A REAL **WINNER**, PARKER. WHEN THEY AUCTIONED OFF THOSE BIG, BLACK **CLOUDS** THAT HANG OVER YOUR LIFE-- YOU MUST'VE BEEN THE **FIRST** FOOL TO BID.

PLEASE, TELL ME SOMETHING TO **CHEER** ABOUT. I NEED A DOSE OF **SMILES** RIGHT NOW.

HAVE YOU THOUGHT ABOUT MY-- **PROPOSAL?**

PROPOSAL? OH, **THAT.** THAT'S WHAT THIS DIMPLED DARLING IS HERE FOR, TIGER.

I'VE GOT SOMETHING BIG, BEAUTIFUL, AND **SHINY** --ALL FOR **YOU!**

WHAT GIVES? THIS IS THE **ENGAGEMENT RING** I GAVE TO YOU.

WHY ARE YOU **RETURNING IT?**

C'MON, TIGER--Y'KNOW GOOD OL' MJ IS TOO *FREE* A SPIRIT TO TIE HERSELF DOWN TO ANY ONE SWINGER--EVEN TO A BROWN-EYED *HUNK* LIKE YOU.

THERE'S A *WORLD* OF GROOVY GUYS OUT THERE, AND THIS DOLL'S GOTTA BE *FREE* TO FIND 'EM.

BESIDES, TIGER--I'M NOT THE DOWN-HOME-AND-*MARRYING*-KIND.

HEY, PUT ON A *SMILE*, DOLL-FACE --I'LL SEE YOU AROUND ... SOMETIME.

WE CAN STILL BE *FRIENDS*, RIGHT, TIGER?

SHE JILTED ME. *SHE JILTED ME!*

WELL, THIS HAS REALLY BEEN A *RED-LETTER* DAY, HASN'T IT? MY AUNT'S IN THE CRITICAL WARD BECAUSE OF *ME*...

...AND MY GAL VIRTUALLY TELLS ME WE'RE *THROUGH*, THAT SHE DOESN'T WANNA *SEE* ME ANYMORE. WHAT'S GONNA HAPPEN *NEXT?*

I'M WAITING FOR THE *SKY* TO FALL IN.

WHY IS MRS. MUGGINS *STARING* AT ME LIKE THAT...?

SHE LOOKS LIKE A HUNGRY *VULTURE* WAITING TO DEVOUR HER PREY.

HERE I THOUGHT THE WORLD WAS FINALLY *STRAIGHTENING* OUT FOR ME, NOW EVERY-THING GOES *BOOM!*

WHEN WILL I EVER LEARN THAT *OPTIMISM* IS FOR *FOOLS?* WHEN--

PETER PARKER? I'VE BEEN *WAITING* FOR YOU!

YOU? I NEVER EXPECTED YOU OF *ALL* PEOPLE!

**NEXT ISSUE:** TENSIONS MOUNT AS *GRADUATION* CREEPS EVER CLOSER. BE WITH US FOR THE *THRILLER* WE CAN ONLY CALL: **WHITE DRAGON!** **RED DEATH!**

SPIDER-MAN ®

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# the AMAZING SPIDER-MAN®

MARVEL'S TV SENSATION!

ANDRU J. MILEOU

A BRAND-NEW FOE SENDS SPIDEY TO A FLAMING END!!

## WHITE DRAGON! RED DEATH!

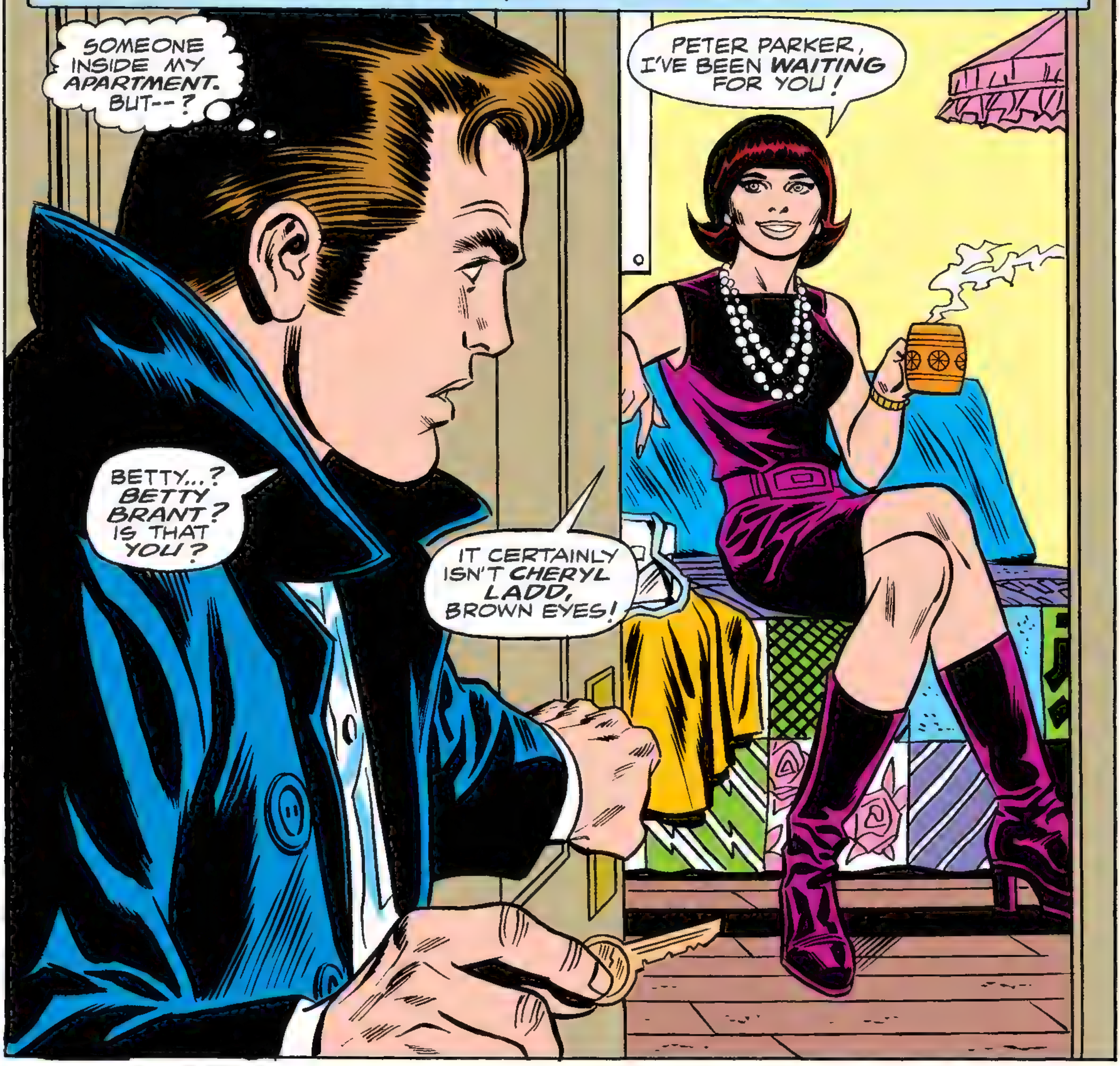
While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

# Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

MARV WOLFMAN / WRITER / EDITOR / ROSS ANDRU / PENCILS / FRANK GIACOIA / INKS / J. COSTANZA / LETTERS / GLYNIS WEIN / COLORS

## WHITE DRAGON! RED DEATH!

**SYNOPSIS:** AUNT MAY HAS BEEN MOVED INTO THE **CRITICAL WARD** OF NEWHOPE MEMORIAL HOSPITAL, AND MARY JANE WATSON HAS JUST TURNED DOWN PETER PARKER'S **PROPOSAL** OF MARRIAGE. IN SHORT, THINGS ARE LOOKING THEIR CUSTOMARY **DOWN** FOR OUR STALWART HERO AS HE **RETURNS** TO HIS CHELSEA PAD...

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IT'S GREAT SEEING YOU, BETTY. BUT I THOUGHT YOU WERE IN *PARIS* WITH NED.

BETTER AND BETTER

SKINFLINT JAMESON CALL BACK YOU TWO *LOVEBIRDS?*

YOU'RE LOOKING REALLY *GREAT,* PETER. MARY JANE MUST BE *TREAT-ING* YOU WELL.

AHHH, THERE'S A *LOOONG* STORY THERE. REMIND ME TO *BORE* YOU WITH IT SOMEDAY. BUT I THINK MJ AND I JUST *SPLIT.* I'M NOT EXACTLY SURE, MIND YOU.

I'M *SORRY* TO HEAR THAT, PETER, SEEING THAT I'M HERE FOR, WELL, *ALMOST* THE SAME REASON.

I--I JUST *LEFT* NED.

HUNH? HOLD IT! *SLOW DOWN.* MIND TAKING THAT *OVER* AGAIN, LITTLE LADY?

WHAT HAP-PENED?

YOU HAD ONE OF THIS CENTURY'S GREATER *ROMANCES* GOING.

FUNNY, I THOUGHT SO, TOO. BUT I GUESS THINGS DON'T ALWAYS WORK OUT THE WAY YOU *WANT* THEM TO.

FOR A *LONG* TIME I LOVED *YOU,* PETER, AND *THAT* NEVER WORKED OUT.

IT CAME DOWN TO THIS, PETER. HERE I WAS, AN *AMERICAN* ALONE IN PARIS. I COULDN'T SPEAK THE *LANGUAGE,* DIDN'T HAVE ANY *FRIENDS...*

...AND NED WOULD BE AWAY ON *ASSIGNMENT* FOR DAYS, SOMETIMES *WEEKS* AT A STRETCH.

WE WERE JUST *MARRIED,* AND I WAS MORE ALONE THAN WHEN I WAS *SINGLE.*

FINALLY, I COULDN'T *TAKE IT* ANY LONGER, SO I DECIDED TO *LEAVE*.

WHAT DOES *NED* HAVE TO SAY ABOUT THIS?

HE *DOESN'T* KNOW ABOUT THIS YET. JAMESON HAS HIM COVERING SOME *UP-RISINGS* IN CYPRUS.

LOOK, I'M SORRY TO *BOTHER* YOU WITH MY PROBLEMS WHEN YOU HAVE YOUR OWN. BUT WHEN I RETURNED, I HAD *NO ONE* TO TURN TO.

YOU'RE MY *ONLY GOOD FRIEND.*

IRONIC, OUT WALKS MJ, IN COMES BETTY--HEY, WHAT AM I THINKING? BETTY'S *MARRIED*... THERE CAN'T BE ANYTHING BETWEEN US.

BESIDES, HAVE I FORGOTTEN HOW MUCH SHE *DESPISES* SPIDER-MAN? IF SHE ONLY KNEW HOW SPIDEY ACCIDENTALLY INVADED AUNT MAY'S WARD EARLIER, HOW HE CAUSED HER TO HAVE ANOTHER *ATTACK.**

* LAST ISH. --MARV.

IF SHE KNEW THAT, SHE'D *NEVER* HAVE ANYTHING TO DO WITH ME.

I SEE YOU STILL GET THOSE *FARAWAY LOOKS* ABOUT YOU, PETER. SOMETHINGS *NEVER CHANGE*, DO THEY?

I REALLY *CARED* FOR YOU, AND I *STILL* DO. AND IF I'M BEGINNING MY LIFE OVER AGAIN...

...AT THE SAME TIME *YOU'RE* GOING THROUGH PROBLEMS WITH MARY JANE, WELL, MAYBE IT'S *FATE* WORKING THINGS OUT FOR US.

OH NO, SHE *WANTS* US TO GET *INVOLVED* AGAIN.

BUT THIS HAS GOT TO BE A REACTION TO HER LEAVING NED.

I MUSTN'T *ENCOURAGE* ANYTHING... IT COULD BREAK *BOTH* OUR HEARTS.

UHHH, BETTY, I'D REALLY LIKE TO *DISCUSS* THIS, BUT I HAVE TO *GO*.

WE'RE HAVING *GRADUATION PRACTICE* AT SCHOOL.

FINE. I'LL *JOIN* YOU. THERE'S NOTHING *ELSE* FOR ME TO DO. AND BESIDES, I *NEED* TO BE WITH YOU.

SOMETHING TELLS ME THIS LITTLE LADY IS GONNA BE MIGHTY DIFFICULT TO *DISCOURAGE*.

AND NOW, LET'S MOVE **UPTOWN** TO THE EAST 80'S WHERE WE LOOK IN ON THE PEERLESS **PUBLISHER** OF THE DAILY BUGLE, AND A CERTAIN **DR. MARLA MADISON**...

YOU'RE **SURE** YOU WANT TO GO THROUGH WITH THIS, JONAH?

I **HAVE** TO, MARLA.

CRYONICS

I'VE AVOIDED THINKING ABOUT THIS FOR **MONTHS**, HOPING IT WOULD **GO AWAY**.

**YOU!** WHY ARE YOU **STARING** AT ME LIKE A HUNGRY **VULTURE**?

**WHAT?** YOU WANT ME TO **SNUFF** THIS OUT? DO YOU KNOW WHAT THESE **COST?** DO YOU REALIZE HOW MANY **CUBANS** ARE NECESS...

MR. JAMESON, I'M SORRY TO BE **LATE**. COME IN.

ERRR, THERE'S **NO SMOKING** HERE, MR. JAMES--

ALL RIGHT, DR. GREENE, **WHY** DID YOU CALL ME HERE?

AND DON'T **DAWDLE**! I'M A **BUSY MAN**!

IT'S ABOUT YOUR **SON**, MR. JAMESON. I'M AFRAID WE **CAN'T** CURE HIM. IT'S **BEYOND** OUR KNOWLEDGE.

HE'LL HAVE TO **REMAIN** IN THIS **CRYOGENIC CHAMBER** PERHAPS FOREVER.

**WHAT?** YOU SNIVELLING LITTLE **PIPSQUEAK!** ARE YOU TELLING ME YOU CAN'T CURE JOHN JAMESON? ARE YOU TELLING ME ALL MY **MONEY** IS USELESS? YOU'RE **LYING!** YOU WANT ME TO PAY **MORE!**

I'M **NOT** LYING, MR. JAMESON, AND WE **CAN'T** HELP YOUR SON HERE.

SHUT UP! **WHO** ASKED YOU?

MARLA, DID YOU **HEAR** THAT... THAT FIFTH-RATE SCHWEITZER? HE'S **CONDEMNED** JOHN TO ETERNAL **SLEEP**.

LET ME GET MY **HANDS** AROUND HIS LYING NECK!

JONAH, DEAR --**DON'T**. HE CAN'T **CHANGE** THE FACTS.

I'M REALLY **SORRY** ABOUT THIS, MR. JAMESON, BUT...

YOU DON'T **KNOW** HOW SORRY YOU'LL BE, GREENE.

WHEN I'M DONE WITH YOU, THEY WON'T ALLOW YOU TO EMPTY **BEDPANS!**

NOW WE'VE GOT TO HOP SCOTCH OVER TO PETER PARKER AND COMPANY, 'CAUSE TIME'S A' WASTIN'...

WELL, I DON'T KNOW WHY THEY DIDN'T HAVE A CAP AND GOWN WAITING FOR ME--

--BUT AT LEAST I WAS ABLE TO SCROUNGE ONE UP. HOW'S IT LOOK?

YOU MAKE ME FORGET ALL ABOUT ROBERT REDFORD.

ROBERT WHO--?

IT'S SO HARD TO ACTUALLY BELIEVE I'M GRADUATING AFTER ALL THESE YEARS.

I THINK IT'S WONDERFUL. SOMETIMES I'M SORRY I DIDN'T COMPLETE SCHOOL. WHAT ARE YOU GOING TO DO WITH YOURSELF NOW?

WHAT ELSE? ENROLL IN GRAD SCHOOL. A SIMPLE B.A. DOESN'T GET YOU FAR WHEN YOU'RE A SCIENCE MAJOR.

I'VE GOT TO GET MY PhD.

DOCTOR PETER PARKER! IT HAS A NICE RING TO IT, PETE. WILL I STILL BE ABLE TO SEE YOU WHEN YOU'RE RICH AND FAMOUS?

EXCEPT ON WEDNESDAYS... I'LL BE OUT ON THE GOLF COURSE, OF COURSE.

I'M SO PROUD FOR YOU, PETE-- YOU'VE GONE THROUGH SO MUCH TO GET HERE. I'LL BET YOUR AUNT IS BEAMING OVER ALL THIS.

AUNT MAY! MY GOSH! I'VE GOT TO CHECK IN ON HER AT THE HOSPITAL, WALK ME TO THE PHONE, WILLYA?

IS SHE SICK? I'M SORRY, PETER, I DIDN'T KNOW.

LOOK, EVEN I DON'T KNOW TOO MUCH ABOUT IT-- THE DOCTORS AREN'T TALKING. BUT I'M KEEPING MY FINGERS CROSSED.

SAY, WHO'S THE SHROUD OF GLOOM AMONG THE HAPPY FACES?

HIM? THAT'S PHILLIP CHANG-- HE'S ALWAYS OUT OF IT. NEVER ASSOCIATES WITH ANYONE, AND HE DOESN'T SEEM TO CARE ABOUT ANYONE BUT HIMSELF.

WE TEND TO LEAVE HIM ALONE.

ALL RIGHT! ALL RIGHT! YOU'VE MADE YOUR POINT, MY PRETTY.

LET HE WHO IS WITHOUT SIN CAST THE FIRST HELLO!

GEE, HE SOUNDS LIKE SOMEONE I ONCE KNEW-- A MEEK, MILD HIGH SCHOOL STUDENT WHO WAS SO SHY AND INTROVERTED, SO--

PHILIP CHANG, MY NAME'S *PETE*... PETER PARKER. I JUST WANTED TO--

OH *NO!* THEY'VE *FOUND ME!*

YOU WON'T GET ME-- *GET AWAY! GET AWAY!*

*HIIIIYAHHH!*

HUNH? IF MY SPIDER-SENSE HADN'T WARNED ME IN TIME...

...HIS SWING COULD'A *DISCONNECTED* MY HEAD FROM MY *SHOULDERS!*

YOU--YOU'RE *NOT* ONE OF THEM.

YOU ARE *NOT A DRAGON!*

HOLD ON THERE, FELLA-- WHAT'S WITH THIS *DRAGON?*

SO, IT BEGINS AGAIN, DOES IT? THE *FEAR... THE WORRY!*

IT'S *HAUNTED* ME SINCE I LEFT *HONG KONG.*

I DO NOT *THINK*... AND THIS TIME I ALMOST *KILLED!*

ARE YOU *ALRIGHT,* PHILIP?

PLEASE, I WANT TO BE *ALONE!* I DO NOT WISH TO SPEAK WITH *ANYONE.*

TALK ABOUT DEFINITE *WEIRDOS!*

LISTEN, BETTY, I WANT TO *SEE* AUNT MAY-- BEFORE TWO. WHY DON'T WE MEET FOR *DINNER?* I'LL GIVE YOU A *CALL* AT MY PLACE.

WELL, I, UHHH, SURE, PETER-- *TONIGHT!*

HATED TO GIVE BETTY THE *BRUSH,* BUT NOT ONLY DO I WANNA SEE AUNT MAY, BUT I'VE GOT TO COME UP WITH A WAY OF *LETTING DOWN* BETTY.

SHE MAY NOT *KNOW* IT, BUT SHE REALLY *DOESN'T* WANT US TO START UP ALL OVER AGAIN.

SHE *LOVES* NED... I THINK.

IT TAKES ONLY A FEW MINUTES FOR **SPIDER-MAN** TO WEND HIS WEB-SLINGING WAY TO NEWHOPE MEMORIAL HOSPITAL AND TO LEARN THERE IS STILL NO NEW NEWS. HIS AUNT IS SLEEPING AS **COMFORTABLY** AS SHE CAN... CONSIDERING.

AND SO THE **REMAINDER** OF THE DAY IS SPENT WALL-CRAWLING AND THINKING... TWO DISTINCT ACTIONS THAT A PUZZLED PETER PARKER IS PARTICULARLY **ADEPT** AT.

STILL HAVEN'T COME UP WITH ANYTHING TO SAY TO BETTY... CAN IT BE I ACTUALLY **WANT** A NEW ROMANCE TO BEGIN?

NAH! EVEN **I'M** NOT THAT INSANE... AM I?

SHE **SEEMS** INTERESTED.

BUT SHE'S **MARRIED!**

BUT SHE **LEFT** NED.

BUT SHE'S **STILL** MARRIED.

SHE WAS THE **FIRST** GIRL I EVER LOVED... AND MAYBE I JUST NEVER GOT OVER **LOSING**--

HMMM, NICE BUNCH'A **PUNKS** DOWN THERE... PUSHING THAT OLD MAN OUTTA THEIR WAY.

MAYBE I SHOULD GET **INVOLVED?**

HECK, **LISTEN** TO ME. ALLUVA-SUDDEN I'M **SPIDEY THE TRUANT OFFICER!**

WHEN DID SOMEONE PIN A **BADGE** ON ME? I'LL JUST WEB-SLING ALONG AND MEET BETTY AT THE **RESTURANT** SHE SUGGESTED... **HEY!**

A CHAIR BEING **TOSSED** FROM THE STORE THOSE **PUNKS** WENT INTO.

MAYBE I **AM** NEEDED AFTER ALL.

AND...

LISTEN, MAN, YOU *PAY* THE DRAGONS, OR MAYBE WE WON'T *PROTECT* YOU IF SOMEONE BIG AN' BAD DECIDES TA *WRECK UP* YOUR PRETTY STORE-- *LIKE THIS!*

AH, THE OLD *PROTECTION RACKET,* IS IT? SHAME YOU'RE THE ONE'S GONNA NEED THE PRO-TECTING--FROM *ME!*

SPIDER-MAN?

THAT'S THE *NAME,* HANDSOME, DON'T *WEAR IT OUT!*

BOYS, THAT'S PROBABLY A *PRICELESS ANTIQUE* YOU'RE TOSSING AROUND THERE.

DON'TCHA HAVE ANY SENSE OF *HISTORY?*

*YOU'RE* GONNA BE HISTORY, WEB-HEAD--AFTER WE GET DONE *CARVIN'* OUR NAMES INTA YOU.

LEMME SEE, *THREE AGAINST ONE!*

WELL, THE ODDS ARE *AGAINST YOU*...BUT THEN *YOU'RE* THE ONES ITCHIN' FOR THIS TUSSLE... NOT LITTLE OL' ME.

I'M A *PEACE-LOVING* SPIDEY, ASK ANYONE.

*THWIP*

*EXCEPT* FOR J. JONAH JAMESON, THAT IS.

THAT BIRDBRAIN AND I DON'T EXACTLY SEE *EYE-TO-MASK.*

SAY, DO YOU HAVE A *LICENSE* FOR THIS CAP PISTOL?

*HEY!*

DIDN'T YOUR *TEACHERS* EVER TELL YOU *HEY* IS *FOR HORSES?*

I-I CAN'T *SEE!*

DON'T WORRY! YOU'RE NOT *MISSING MUCH!*

GOIN' SOME-PLACE, BUNKIE?

PUT US DOWN!

KEEP ON YOUR CROOKED PATH, AND EVERYONE'LL BE PUTTIN' YOU DOWN.

FROM THE COP ON THE CORNER--TO THE JUDGE WHO SENTENCES YOU.

GET THE MESSAGE?

A MOMENT LATER SPIDEY RETURNS TO THE STORE...

THOSE PUNKS TAKE ANY-THING?

LOOK, YOU'RE SAFE NOW. I WON'T HURT YOU, PROMISE!

OKAY, I KNOW YOU'RE STILL SCARED, BUT I'M CALLIN' THE COPS -- YOU JUST REGISTER A COMPLAINT, AND THOSE KIDS'LL NEVER BOTHER YOU AGAIN.

JUST DO ME A FAVOR, WILLYA? KEEP MY NAME OUTTA THIS.

THE COPS ARE REALLY ON YOUR SIDE, MISTER-- THEY'LL KEEP THOSE PUNKS AWAY FROM YOU.

I DON'T WANT JAMESON TYING ME INTO THIS FRACAS. I DON'T NEED ANYMORE AGGRAVATION. OKAY?

FIFTH PRECINCT, MALLONEY. SOMEONE THERE--?

HEY, YOU HEAR ME?

WON FONG GLANCES NERVOUSLY AT THE TELEPHONE...

...THEN HESITANTLY HANGS IT UP.

IN CHINATOWN, YOU DO NOT BRING IN OUT-SIDERS. NO MATTER WHAT THE REASON MAY BE.

IT IS SEVERAL MINUTES LATER WHEN WE REJOIN PETER PARKER HAPPILY ENTERING THE LIN CHOW RESTURANT...

HI, BETTY. WAITING FOR ME LONG?

ONLY MY WHOLE LIFE.

COMING BACK TO NEW YORK HAS REVITAL-IZED ME. I FEEL SO GOOD.

NO MATTER WHAT ANY-ONE SAYS, PARIS IS DEPRESS-ING.

ESPECIALLY WHEN YOU'RE ALWAYS ALONE.

PETER, I JUST CAN'T EXPRESS WHAT BEING HERE WITH YOU MEANS TO ME.

FOR THE FIRST TIME IN MONTHS, I FEEL HAPPY TO BE ALIVE.

GULP! ERR, BETTY, I, UHHH...

LOOK, WHY DON'T WE ORDER? I'M STARVED. I COULD EAT A TEAM OF HORSES.

SAY, THEY SERVE HAMBURGERS HERE?

UMM, ERR, AHEMMM...

LOTUS RESTAURANT

ARE YOU READY TO ORDER?

PHILIP CHANG?

LOTUS RESTAURANT

YOU? THE ONE FROM SCHOOL!

YOU FOLLOWED ME HERE?

I... I AM SORRY FOR ALMOST HITTING YOU.

NOW I WILL FIND ANOTHER WAITER TO SERVE YOU.

PHILIP, PLEASE-- DON'T GO!

IF YOU'RE IN ANY TROUBLE--?

NO, I WISH TO BE LEFT *ALONE*. YOU CAN NOT HELP ME. *NO ONE CAN!*

I USETA THINK THE *SAME WAY*, PAL, AND WHAT DID IT GET ME? *ZILCH!*

BACK IN *HIGH SCHOOL* I KEPT TO MYSELF SO MUCH I DIDN'T HAVE A *FRIEND* IN THE WORLD.

LISTEN, I SAID I'D LIKE TO *HELP*, HOWEVER I CAN--EVEN IF IT MEANS I BECOME YOUR *SOUNDING BOARD*.

LET ME PUT IT *THIS* WAY, PHILIP--IT DOESN'T TAKE A *DUMMY* TO FIGURE OUT YOU'RE IN SOME KINDA *TROUBLE*... THAT SOMEONE'S *AFTER YOU*.

YOU KNOW? BUT *HOW?*

YOU KEEP NERVOUSLY GLANCING OVER YOUR *SHOULDER* THE WAY YOU'VE BEEN...

...AND YOU'LL GIVE YOURSELF A PERMANENT *NECK CRAMP*.

C'MON, WHAT'S UP?

YOU WOULD NOT UNDERSTAND.

*TRY* ME. I'M NOT EXACTLY AS *THICK* AS I LOOK.

PERHAPS I NEED A *FRIEND* HERE IN AMERICA. I HAVE NONE.

YOU KNOW I CAME TO YOUR COUNTRY ONLY *THIS YEAR*.

AND HOW I KNOW! YOU WERE *TOUTED* AS ONE OF E.S.U.'s GREAT NEW *BRAINS*. YOU TRANSFERED FROM *HONG KONG*, I HEAR.

TRANSFER? YOU MAY *CALL* IT THAT.

I AM HERE BECAUSE MY *LIFE* WAS IN DANGER IN MY HOMELAND.

NOW, BECAUSE SOMEONE *KNOWS* WHO I AM... AND *WHERE* I AM, MY LIFE IS IN DANGER *HERE*.

WANNA *ELUCIDATE*, FRIEND? I'M STILL A LITTLE *MUDDY* ON THE DETAILS.

NO... I HAVE ALREADY SAID *TOO MUCH*. I MUST NOT CONTINU--

WHAT YOU HAVE ALREADY REVEALED WILL NOT *MATTER*, PHILIP CHANG--

--NOT IF THE **WHITE DRAGON** SHOULD SLAY YOU!

YOU DID NOT THINK YOU COULD LONG *REFUSE* TO SEE ME, DID YOU, CHILD?

AND YOU MOST *CERTAINLY* COULD NOT BELIEVE YOU COULD LONG *AVOID* ME.

...*GAS!* D-DON'T...

GOTTA DO *SOMETHING*, BUT I CAN'T LET HIM KNOW *WHAT* I'M UP TO.

YOU HAVE BEEN GIVEN MY *ULTIMATUM*. *HOW* ANSWER *YOU*?

PLEASE... DO NOT DO ANYTHING *HERE*.

P-PETER?

I DON'T LIKE THE *LOOKS* OF THIS CREEP...

...BUT *HOW* DO I GET OUTTA HERE AN' MAKE THE SWITCH TO *WEBHEAD*?

HEY, YOU CAN'T COME *BARGING* IN HERE--

AWAY FROM ME, YOU YOUNG *FOOL!* AWAY BEFORE I DO *WORSE* TO YOU THAN I'VE DONE TO YOUR COWARDLY *FRIEND*.

*BUT BEFORE THE BEFUDDLED PETER PARKER CAN MAKE HIS MOVE...*

YOUR PERIOD OF *GRACE* IS OVER, CHANG--

THE *WHITE DRAGON* IS NOW FORCED TO ANSWER *FOR YOU!*

PWIFFF

...RUNNING OFF, BUT IT DOESN'T MATTER NOW.

SOMETHING TELLS ME HE *WON'T* HURT PHILIP, AT LEAST NOT BEFORE *SPIDEY* CAN ENTER THE SCENE.

WHICH MEANS I'VE SOMEHOW GOT TO DITCH BETTY--*FAST*.

AND, A FEW MINUTES LATER...

I KNOW HOW YOU HATE VIOLENCE, BETTY-- BUT I'VE GOT MY JOB TO DO, AND JAMESON WILL PAY PLENTY FOR PIX OF THAT SCREWBALL.

WITH AUNT MAY IN THE HOSPITAL, I CAN'T AFFORD NOT TO MAKE BIG BUCKS.

THEN PLEASE, PETER, FOR ME... BE CAREFUL.

I DON'T WANT TO LOSE YOU, TOO.

THIS ISN'T WORKING OUT THE WAY I WANTED IT TO. SOMEHOW I'VE GOT TO CONVINCE HER OUR RELATIONSHIP CAN'T WORK.

RIGHT AFTER I'M THROUGH CONVINCING MYSELF.

FUNNY, ALL THOSE YEARS APART, AND I JUST TOOK TO HER SO COMFORTABLY. SHE'S NOT WILD LIKE MJ--SHE ONLY WANTS A GOOD LIFE, A SECURE LIFE... A HAPPY LIFE.

EXACTLY THE KINDA LIFE I WANT... BUT I'VE GOT THE PROVERBIAL SNOWBALL'S CHANCE IN A BLAST FURNACE OF FINDING THAT HAPPINESS.

THE SPECTER OF SPIDER-MAN ALWAYS HANGS OVER ME, AND THAT ALONE WILL COME BETWEEN ME AND TOTAL HAPPINESS.

HECK, I'D LOVE TO SHUCK ALL MY TROUBLES AND TRAUMAS, BUT I JUST CAN'T--

--AFTER ALL THESE YEARS I'VE PROVEN TO MYSELF I CAN'T GIVE UP THIS CORNY COSTUME AND CAREER--I AM SPIDER-MAN, AND WHAT'S WORSE--I NEED TO BE SPIDER-MAN.

Y'KNOW, EITHER I'M A BIGGER HERO THAN I EVER BELIEVED... OR A BIGGER FOOL. THE PROBLEM IS, I CAN'T FIGURE OUT WHICH IT IS I AM.

AHHH, THE SPIDER-TRACER I ATTACHED TO THE DRAGON'S BELT TELLS ME HE'S HERE IN THIS BUILDING.

GOOD, I CAN USE A BIT OF ACTION TO CLEAR UP MY COBWEBBED LITTLE MIND.

ALL RIGHT, SO IT'S THE *OLD DARKENED WAREHOUSE* NUMBER AGAIN.

NO SWEAT, MY *SPIDER-SENSE* WILL WARN ME OF ANY DANGER, EVEN IF I *CAN'T* SEE AN INCH BEFORE ME.

'COURSE, I COULD USE MY SPIDER-SIGNAL TO LIGHT UP A *PATH*, BUT WHY GIVE AWAY MY *PRESENCE* BEFORE I HAVE TO?

HUNH? FIGURES BELOW ME? ONLY THEY'RE NOT *MOVING*--

PARKER, OLD PAL, IF THEY GAVE OUT AWARDS FOR *DUMBNESS*, YOU'D BE THE FIRST IN THE *RECEIVING LINE*.

THOSE FIGURES ARE *MANNE-QUINS*...DUMMIES, JUST LIKE I AM.

THEY PROBABLY *MAKE* THOSE CUDDLY THINGS HERE.

EH, VOICES COMING FROM THE NEXT *ROOM*.

*WHICH* OF THE *DRAGON GANGS* WILL YOU JOIN?

YOU *HEARD* US, CHANG-- MAKE YOUR *CHOICE!*

YOU *WOULDN'T* WANT US TO MAKE A LONG-DISTANCE *PHONE CALL* TO HONG KONG, WOULD YOU, CHANG?

YOU WOULDN'T ...YOU *COULDN'T*--!

NOW, NOW, BOYS, YOU *WOULDN'T* WANNA CUT UP ONE'A SPIDEY'S SPECIAL PALS, WOULD'JA?

*SPIDER-MAN?*

YOU GOT THE NAME RIGHT, DRAGGY--

NOW LET ME ACKNOW-LEDGE *YOU* IN THE PROPER WAY.

WANNA *BET*, COWARD? YOU GOT THE FOUR *DRAGON GANGS* TO CHOOSE FROM. PICK ON, CHANG-- *NOW*! OR WE'LL DO SOMETHING A WHOLE LOT *WORSE*.

NO WAY, MASKED MAN-- WE *KNOW* ABOUT YOU.

THAT'S *RIGHT*, SPIDEY-- NO WAY WE'RE GONNA LET YOU *NEAR* US.

C'MON, LET'S *SLASH* 'IM!

*DRAGONS-- LET'S GO!*

*WOK!*

*SPOK*

*WHAKO*

I SEE YOU'RE DEFINITELY THE *ANTI-SOCIAL TYPES.*

SO MAYBE I GOTTA BE THE ONE TO KNOCK SOME *MANNERS* INTO YOU.

SO MUCH FOR OUR *RICOCHET ROMANCE*, BIG FELLA. NOW IT'S YOU AN' ME.

*BAH!* YOU ARE *NOTHING* TO THE DRAGON!

NOTHING THAT CANNOT BE *SQUASHED!*

*HIIIIIYAAHHHH!*

*BOK!*

*WHAT?* YOU BACKED AWAY FROM MY DEADLY KICK?

THAT IS *IMPOSSIBLE!*

SHUCKS, *NOTHING'S* IMPOSSIBLE WHEN YOU'RE *YOUNG AT HEART.*

YOU ARE A BRASH, IMPUDENT FOOL, BUT YOU ARE ALSO A *VALIANT WARRIOR.*

OBVIOUSLY YOU CAN NOT BE *DISPOSED* OF AS EASILY AS I THOUGHT,

I MUST USE *OTHER METHODS* TO DEAL WITH YOU.

IF YOU MEAN YOUR *SLEEP GAS,* FORGET IT. IT WON'T WORK ON ME.

NO, SPIDER-MAN -- I DO NOT WISH TO *DRUG* YOU. I WISH TO *SLAY YOU!*

FLAMES COMIN' OUTTA HIS MASK -- LIKE A REAL *FIRE-BREATHING DRAGON!*

GOOD TRY, BAD BREATH, BUT MY WEBBING'S *FIRE RESISTANT!*

GOT ANYMORE *TRICKS* UP YOUR NOSE?

ONLY ONE, AND IT WILL *DO.*

*SKICHHHH!*

HUNH? HIS CLAWS *SCRATCH-ING* ME...

EVERYTHING'S GETTING *FUZZY*.. GETTING *DARK*...

...I--I'VE BEEN DRUGGED...

UNGGGHHHH...

YOU FOUR ARE THE *LEADERS* OF YOUR RESPECTIVE *DRAGON GANGS*... YOU WERE BROUGHT HERE TO BE *UNITED* UNDER MY COMMAND.

NOW YOU WILL *SEE* WHAT THE *WHITE DRAGON* DOES TO THOSE WHO OPPOSE HIM.

YOU SHALL *LEARN* WHY SOON I SHALL CONTROL *ALL* THE CRIME IN CHINATOWN!

SPIDER-MAN, *TRY* TO HEAR ME THROUGH YOUR MUDDLED STATE. BELOW YOU LIES THE *VAT OF OIL* THEY USE TO LUBRICATE THE MANNEQUIN-MAKING MACHINERY.

IF PHILIP CHANG ALLIES HIMSELF TO THE *DRAGON LORDS*, THAN NOTHING SHALL HAPPEN TO YOU.

IF HE *REFUSES*-- YOU SHALL BE DROPPED INTO THE VAT, WHERE YOU SHALL *PERISH*.'

CHANG, TELL US NOW-- *WHAT IS YOUR ANSWER?*

I AM *SORRY*, SPIDER-MAN... BUT I *CANNOT* JOIN THE DRAGONS.

I AM *FORBIDDEN TO!*

THEN YOU HAVE *SEALED* YOUR ATTEMPTED SAVIOR'S FATE.

FAREWELL, SPIDER-MAN-- *FOREVER!*

*NO!* YOU MUSTN'T! I HAD NO CHOICE... NO CHOICE...

...AND *YOU*, PHILIP CHANG-- ARE AS *GUILTY* OF SPIDER-MAN'S MURDER AS I AM!

OH NO... NO... *NO...!*

BUT YOU *DID*, CHANG-- AND NOW IT IS *TOO LATE!*

FOR IN A MOMENT, THE OIL I HAVE JUST *IGNITED* WILL BURN THE VERY *FLESH* FROM SPIDER-MAN'S BONES...

*FWOOMPH*

*IS THIS THE **END** OF WEBHEAD? WILL OUR **NEXT ISH** BE CALLED "AUNT MAY COMICS"? HOW IN THE WORLD WILL SPIDEY **SAVE HIMSELF?** YOU'LL HAFTA **SHELL OUT 35¢** NEXT MONTH TO FIND OUT.*

# SPIDER, SPIDER, BURNING BRIGHT!

STILL ONLY 35¢

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# the AMAZING SPIDER-MAN®

MARVEL'S TV SENSATION!

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THE MOST *DEMANDED* STORY OF THEM ALL!

## PETER PARKER'S GRADUATION!

WILL THE SPECTER OF SPIDER-MAN RUIN THIS JOYOUS DAY?

ANDRU ✦ ESPOSITO

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

# Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

MARV WOLFMAN WRITER/EDITOR / ROSS ANDRU PENCILS / M.ESPOSITO INKS / A.KAWECKI LETTERS / NEL YOMTOV COLORS

PHILIP CHANG, IF YOU *REFUSE* TO JOIN THE *DRAGON LORDS*, SPIDER-MAN'S LIFE WILL BE *FORFEIT!*

WHAT IS YOUR DECI-SION?

I--I AM *SORRY* SPIDER-MAN... BUT I AM *FORBIDDEN* TO SAY YES.

THEN YOU HAVE *SEALED* YOUR ATTEMPTED SAVIOR'S FATE!

FAREWELL, SPIDER-MAN-- *FOREVER!*

*THE VAT OF OIL IS SUDDENLY IGNITED, AND THEN...*

## SPIDER, SPIDER, BURNING BRIGHT!

SPIDER-MAN'S FLESH WILL BE *SEARED* FROM HIS BONE, AND IT IS ALL BECAUSE OF *YOU*, PHILIP CHANG!

*NO!* IT IS NOT TRUE! YOU *KNOW* I AM UNABLE TO JOIN THE DRAGONS...

YOUR ADHERENCE TO AN ANCIENT *OATH* MEANS NOTHING TO ME. WE ARE THOUSANDS OF MILES FROM YOUR *HOMELAND*.

*WHILE THE WHITE DRAGON TAUNTS THE FRIGHTENED PHILIP CHANG...*

*...A SUBMERGED SPIDER-MAN PLANS...*

OIL BURNS FROM THE *TOP DOWN*--

THAT SHOULD GIVE ME A FEW SECONDS TO BURST *FREE* OF THESE CONFINING CHAINS.

THANK GOODNESS FOR MY *SPIDER-STRENGTH!*

NOW TO USE MY FLAME-RESISTANT *WEB-FLUID* TO SET THE *FASHION WORLD ABLAZE!*

OOPS, *LOUSY* CHOICE OF WORDS THERE, WEB-HEAD.

*A MOMENT LATER, A WEB-COVERED FIGURE FAIRLY LEAPS FROM THE FLAMING VAT...*

*SPIDER-MAN?* IT IS *IMPOSSIBLE!* HE SHOULD BE *DEAD!*

I MAY *STILL* BE, DRAGGY...

MY WEBBING MAY BE FIRE-RETARDANT, BUT SOME OF THE OIL IS BURNING THROUGH MY *COSTUME!*

HURRY! WE MUST LEAVE! HE MAY RETURN AT ANY MOMENT.

WE DARE NOT RISK ANOTHER CONFRONTATION--NOT NOW!

WHAT ABOUT CHANG?

FORGET HIM! WE CAN FIND HIM WHENEVER WE HAVE TO.

C'MON, HERO-MAN--THINK! PUT YOUR SO-CALLED GENIUS I.Q. TO WORK!

HOW DO I AVOID LITERALLY GOING UP IN SMOKE?

FROM THE STREET, SPIDER-MAN LOOKS LIKE A MIDNIGHT COMET STREAKING ACROSS THE CHINATOWN SKIES...

...HEADING DOWNTOWN TOWARD A LUNAR-LIT BROOKLYN BRIDGE...

SPLOOSH!

WHEW...MADE IT, BUT JUST BARELY! AND THIS COSTUME LOOKS LIKE I BOUGHT IT AT A FIRE SALE! YEECH!

THE WEB-SLINGER RUSHES HOME FOR HIS ONE SPARE UNIFORM. AND THEN--

THE WATER WON'T SNUFF OUT ALL THE FLAMING OIL, BUT IT'LL CERTAINLY GIVE ME THE FEW SECONDS I NEED TO PULL OFF MY WEBBING.

SPIDER-MAN! YOU'RE ALIVE!

TO J. JONAH JAMESON'S CONSTANT FRUSTRATION!

WHILE I RIP OFF THESE ROPES--

--TELL ME ALL ABOUT THIS LITTLE FRACAS.

I OWE YOU THAT MUCH, SPIDER-MAN. BECAUSE OF ME, YOU ALMOST PERISHED.

AND THAT WOULD PUT THREE DEATHS ON MY CONSCIENCE.

IT BEGAN IN HONG KONG WHERE I LIVED. I WAS, UHHH, INVOLVED IN SOME...TROUBLE.

"MY FOES WISHED ME DEAD, AND TO THAT END, THEY WOULD RISK ANY-THING.

"I SAW THE GRENADE TOSSED THROUGH MY WINDOW...

"...AND, INSTINCTIVELY, I THREW MYSELF FROM MY HOME.

"MAY MY ANCESTORS FORGIVE ME--MY PARENTS WERE NOT SO LUCKY. THEY PERISHED, AND IN THAT MOMENT, MY LIFE CHANGED.

"MY DAYS OF VIOLENCE WERE OVER."

RENOUNCE YOUR WAYS, MY GRANDSON. ATONE FOR YOUR MISDEEDS.

GRANDFATHER, I SWEAR TO YOU--NEVER AGAIN SHALL I RAISE MY FIST IN ANGER.

NEVER AGAIN WILL I COMMIT VIOLENCE--

--OR THE SPIRIT OF MY DEPARTED PARENTS MAY PUNISH ME...FOREVER.

"BUT I KNEW MY TROUBLES WERE NOT YET OVER, AND SO I HID ABOARD A CARGO VES-SEL HEADING TOWARD YOUR COUNTRY."

I NOW LIVE WITH MY UNCLE AND AUNT WHO OWN A *RESTAURANT* WHERE I WORK AFTER SCHOOL.

SO THAT *WHITE DRAGON* CREEP FOLLOWED YOU FROM HONG KONG?

*NO*, BUT HE *LEARNED* WHO I WAS...

...AND HE *THREATENED* TO TELL MY FOES WHERE I NOW LIVE--UNLESS I JOIN HIS DRAGON LORDS!

BUT I WILL NOT BREAK THE OATH I HAVE *SWORN*.

BUDDY, I DON'T THINK YOU'LL *HAVE* TO. I'VE GOT AN IDEA.

IT IS NOW TIME TO MAKE OUR *MOVE!* WE WILL SHOW THE CHINATOWN MERCHANTS WHY THE *WHITE DRAGON* IS INVINCIBLE!

*A MIDNIGHT MOON HANGS LOW OVER THE HORIZON. THERE WILL BE RAIN TOMORROW.*

*HIDDEN IN ONE OF THE MANY STORAGE ROOMS WITHIN THE BROOKLYN BRIDGE...*

PREVIOUSLY, YOU WERE *SEPARATE GANGS*... COMMON STREET HOODLUMS. IS IT ANY WONDER YOU WERE SO *INEFFECTIVE* IN EXTORTING MONEY FROM THE SHOP-KEEPERS?

BUT NOW, WITH THE GUIDANCE OF THE *WHITE DRAGON*--

--THE DRAGON LORDS ARE ONE POWERFUL ORGANIZATION...

...AND *ANY* WHO DARE REFUSE COOPERATION WILL *PAY THE ULTIMATE PENALTY!*

BY THE WEEK'S END, WE WILL CONTROL *ALL* THE CRIME IN CHINATOWN--*NO ONE* WILL BE ABLE TO STOP US!

I DON'T *KNOW* ABOUT THAT, DRAGON. WE DID ALL RIGHT TILL NOW.

BESIDES, *YOU* COULDN'T EVEN KNOCK OFF SPIDER-MAN, OR GET THE CHANG KID TO *JOIN US.*

FRANKLY, I DON'T THINK WE *NEED* YOU!

*SILENCE,* YOU IMPUDENT LITTLE MORON!

WITHOUT THE *WHITE DRAGON* CONTROLLING YOU--

--YOU ARE NOTHING MORE THAN CHILDREN PLAYING *ADULT GAMES!*

WATCH WHO YOU'RE CALLIN' *NAMES,* DRAGON.

YOU DARE *DEFY ME?*

YOU BELIEVE YOU CAN SURVIVE AGAINST A MAN WHOSE *STEEL CLAWS* CAN RIP THROUGH STONE?

*SKRKKKKKK!*

HEY, I KNOW ALL THOSE MARTIAL ARTS MOVES, TOO. I DIDN'T GET TO BE *BOSS* OF MY GANG BY *DANCIN'* PRETTY.

IS THAT *SO--* FOOL?

THEN WHY IS IT SO EASY FOR ME TO *DEFEAT YOU?*

*REEPP!*

ARE THERE ANY OTHERS AMONGST YOU WHO WISHES TO *PROTEST?*

IF SO, SPEAK NOW, AND *JOIN* YOUR DEAD COMRADE!

WE'RE WITH YOU, DRA--

DRAGON! WHAT IS THAT ON YOUR BELT?

HMMMM... A SPIDER-SHAPED TRANSMITTER. VERY INTERESTING.

PERHAPS IT IS TIME I LET OUR WEBBED FOE KNOW WE ARE WISE TO HIS WAYS.

AND...

HUNH? MY SPIDER-TRACER JUST BLINKED OUT! COULD IT HAVE MALFUNCTIONED?

OR WORSE-- MAYBE HE FOUND THE ONE I PLACED ON HIM.*

I CERTAINLY HOPE HE DIDN'T DESTROY IT!

*LAST ISSUE--MARV W.

THOSE LITTLE BUGS COST A FORTUNE!

ALL RIGHT, NOW HOW DO I FIND DRAGGY?

I GUESS I HAVE TO CRISS-CROSS CHINATOWN BLOCK BY BLOCK, AND HOPE MY SPIDER-SENSE PICKS UP ON HIM.

NATURALLY, I'VE GOT TO GO ABOUT THIS THE HARD WAY!

BUT THEN, IF I DIDN'T, I WOULDN'T BE SPIDER-MAN-- WOULD I?

I WONDER IF I CAN STILL GET MY MONEY BACK ON A CERTAIN PARKER-BITING RADIOACTIVE SPIDER?

THE WEB-SLINGER BEGINS HIS CIRCULAR SEARCH, BUT THEN...

AHHH, *THERE'S* FANCY-FACE AND HIS FIEND-TEAM NOW.

FROM THE WAY THEY'RE STALKING THE STREETS, THEY'RE DEFINITELY UP TO SOMETHING.

WHITE DRAGON-- *LOOK!*

THAT *SIGNAL!* SPIDER-MAN MUST BE NEARBY.

SEPARATE! FIND THE COSTUMED DOLT! *BRING* HIM TO ME!

THEN I SHALL *SHOW* YOU HOW WE HANDLE OUR ENEMIES!

THE DRAGON LORDS SPLIT INTO *FOUR GANGS...*

*...AND* EACH ONE OF THEM *FINDS--*

*AIEEE!* OUR WAY IS *BLOCKED!* HURRY, TURN BACK!

IT'S TOO LATE! HE'S TRAPPED US FROM *BOTH SIDES!*

BUT WHY? *WHY?*

WHY, INDEED, THEY MAY ASK THEM-SELVES.

FOR THE WEB-WEAVER HAS SEPARATED ALL FOUR GANGS FROM THEIR DIABOLICAL LEADER.

KEEPING MY BOYS FROM ME WILL NOT HELP YOU.

THE POWER BELONGS TO THE WHITE DRAGON ALONE!

YEAH, I CAN SMELL THAT ALL THE WAY UP HERE, DRAGGY.

YOU REALLY OUGHTTA TAKE A BATH SOME-TIMES.

DOLT!

I DEFEATED YOU BEFORE-- I CAN DO IT AGAIN!

NOT BY BALLET DANCING WITH ME, FLOWER-FACE.

STAND STILL, YOU PRANCING LITTLE INSECT.

AND MAKE LIFE EASY FOR YOU, DRAGS? NO WAY!

WANNA KNOW WHY I GAVE YOUR PALS THE RING-SIDE SEAT TO YOUR RISE AND *DOWNFALL*, HANDSOME?

I THOUGHT I'D LET 'EM GET A *PREVIEW* OF WHAT THEIR *LIVES* ARE GONNA BE LIKE IF THEY KEEP FOLLOWING TWO-BIT PUNKS LIKE *YOU!*

FUMP

*CRETIN!* THE WHITE DRAGON IS NO PUNK!

I AM THE *MASTER OF THE MARTIAL ARTS!*

AND I'M *POCAHONTAS*, PETAL-PUSS. *SO WHAT?*

MY HAND! YOU'RE *CRUSHING IT!*

SKIK

REALLY? WELL, EXCUUUUUUUSE *ME!*

I DIDN'T THINK A LITTLE *FORCE* WOULD UPSET SUCH A BIG *TOUGH* GUY LIKE YOU!

YOU BELIEVE YOU CAN *HUMILIATE* ME BEFORE MY FOLLOWERS? YOU ARE *MISTAKEN*, SPIDER-MAN!

WHAT? *WHERE* DID YOU GO?

RIGHT *BEHIND* YOU, SWEETUMS.

WOMP!

AND DON'T WORRY ABOUT ME HUMILIATING YOU--YOU'RE DOING A *FINE JOB* ALL BY YOUR LONESOME.

BAH! THIS BATTLE WILL END AS OF NOW!

I HAVE MORE IMPORTANT DUTIES TO TAKE CARE OF THAN EXTERMINATING YOU!

WHOOMPH!

OOPS! FORGOT ABOUT HIS FLAME BREATH! THANK GOODNESS MY SPIDER-SENSE WARNED ME IN TIME.

NOT BAD, DRAGGY--

--BUT WHERE WERE YOU THIS WINTER WHEN I NEEDED YOU?

I COULD'VE USED A LITTLE WARMTH BACK THEN.

COWARD! YOU KEEP RUNNING LIKE THE FOOL YOU ARE!

ME, RUN? HEAVEN NO. I DO THESE ACROBATICS TO KEEP IN SHAPE!

YOUR BLASTED WEB-BING BLOCKS MY FLAMES! IS THERE NO END TO YOUR ACCURSED TRICKS?

WHAT GOOD WOULD YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN BE IF HE HAD ARTHRITIS?

NOPE! I'M A REG'LAR DOUG HENNING!

BUT I *DON'T* NEED MY FLAME BREATH TO *DESTROY* YOU!

NOT WHILE I CAN PUT YOU TO *SLEEP* AND DEAL WITH YOU THEN!

YOUR *GAS* TRICK!

*FOOF!*

AND YOU *FELL* FOR IT, FOOL.

STAND STILL, SPIDER-MAN, WHILE I *REND* YOU LIMB FROM LIMB.

DRAGGY, Y'KNOW SOMETHIN'?

YOU'RE REALLY JUST A BIG, STUPID *CLOWN!*

*WHAM!*

MY *NOSE FILTERS* KEPT *YOUR* GAS FROM AFFECTING ME-- BUT THERE'S NOTHING *YOU* CAN DO TO *STOP ME!*

DON'T FEEL *TOO BAD.* BETTER CREEPS THAN YOU HAVE TRIED TO SQUASH ME BEFORE--AND THEY WOUND UP EXACTLY LIKE *YOU!*

*TRAPPED* IN A WEB OF THEIR OWN MAKING!

SEEYA IN TEN-TO-TWENTY.

FIN

MARV WOLFMAN
WRITER/EDITOR

ROSS ANDRU
PENCILER

MIKE ESPOSITO
INKER

J. COSTANZA
LETTERER

MICHELE W.
COLORIST

WE BEGIN IN THE QUIET HOSPITAL ROOM OF MRS. MAY PARKER...

You are cordially invited to attend a most historic event: The Graduation of Peter Parker

REST WELL, DEAR WOMAN-- YOU'RE IN STORE FOR A BUSY AFTERNOON.

PERHAPS THE MOST EVENTFUL IN YOUR LOVING AND SWEET LIFE.

UHHH... IS SOME-ONE HERE WITH--

SQUKK!

MISTER ROBERTSON! THE EDITOR MY DEAR PETER WORKS FOR!

WHAT ARE YOU DOING HERE?

OH, I FELT LIKE WATCHING SOME TELE-VISION WITH YOU, MRS. PARKER.

T-TELEVISION--?

AND NOW THAT WE'VE **PIQUED** YOUR CURIOSITY, LET'S SEE WHAT "DEAR PETER" IS UP TO...

THIS IS THE **BIG DAY**... I CAN HARDLY **BELIEVE IT!** GRADUATION-- **AT LONG LAST!**

I'VE BEEN WAITING A **LIFETIME** FOR THIS... AND SOON IT'LL BE ALL OVER.

IF ONLY UNCLE BEN WERE ALIVE TO SEE THIS--IT WOULD'VE BEEN HIS **PROUDEST DAY!**

HEY, FLASH... HARRY--WHAT ARE **YOU GUYS** HERE FOR? YOU'RE NOT GRADUATING.

SO TELL US SOMETHING **NEW!** I SPENT TWO YEARS IN THE **ARMY**--AND HARRY'S BEEN OUT **SICK**...

...BUT THAT WOULDN'T KEEP US FROM COMING HERE TO SEE **YOU** GET THE OL' **SHEEPSKIN.**

GOOD LUCK, BUDDY... YOU **DESERVE IT!**

THANKS, **BOTH** OF YOU. YOU CAN'T REALIZE WHAT THIS **MEANS** TO ME.

SAY, WHERE'S MARY JANE? I THOUGHT SHE'D **BE** HERE BY NOW.

UHHH, I DON'T KNOW. MAYBE SHE FINDS GRADUATIONS **DEPRESSING!** BUT THERE'S BETTY BRAN--OOPS... BETTY **LEEDS!**

**THERE** YOU ARE, PETE... I'VE BEEN LOOKING **EVERYWHERE.**

I WANTED TO **APOLOGIZE** FOR LURING YOU TO THAT CHINESE RESTAURANT THE OTHER DAY.*

*SM# 184.--M.

**PETER SOON FINDS HIMSELF IN A LONG, SEEMINGLY ENDLESS LINE...**

I JUST THOUGHT YOU AND PHILIP CHANG MAY HAVE HAD SOMETHING IN **COMMON.**

AH **HA!** I THOUGHT HIS BEING THERE WAS TOO MUCH A **COINCIDENCE!**

NAME?

PARKER... PETER PARKER.

SORRY, BUT I **DON'T** HAVE A PARKER LISTED HERE, SON.

B-BUT-- YOU'VE **GOT TO!**

LOOK, KEEP THE LINE **MOVING**... HERE'S AN **EXTRA** CAP AND GOWN.

UHHH... YOU **WOULDN'T** HAVE ANYTHING IN **MY** SIZE, WOULD'JA?

PETER MOVES ALONG TO ANOTHER LONG LINE... THIS ONE FOR THE SEATING ARRANGEMENTS...

...I'M REALLY SORRY ABOUT THIS, MR. PARKER... BUT THINGS HAVE BEEN HECTIC LATELY.

BUT THERE'S GOTTA BE A SEAT FOR ME... SOMEWHERE.

DON'T WORRY, THERE'RE ALWAYS EXTRAS. YOU'LL FIND ONE.

SURE, I'LL FIND--OH NO! GREAT-- JUST GREAT! I'M NOT EVEN LISTED WITH THE GRADUATING CLASS!

THE OLD PETER PARKER LUCK SURE HASN'T CHANGED ANY THESE PAST YEARS.

DON'T WORRY ABOUT IT, PETER. IN A FEW HOURS, IT'LL BE ALL OVER!

PETER... CONGRATULA-TIONS... AND GOOD LUCK!

THAT'S WHAT I'M AFRAID OF. HEY, THEY'RE BEGINNING. I'LL HAVE TO GO NOW.

I'VE GOT TO TALK TO BETTY AFTER THIS IS OVER... SHE CAN'T KEEP LEANING ON ME... SHE HAS TO RETURN TO NED.

UH, IS THIS SEAT TAKEN? THEY'VE MISPLACED MINE.

SURE, SIT DOWN... THE GUY NEXT TO ME IS SICK!

VICTORY... AT LAST!

AND NOW, NEWHOPE MEMORIAL HOSPITAL...

TURN ON THE TV, MRS. PARKER... THERE'S A SHOW ON YOU SHOULD ENJOY!

OH MY, I DON'T UNDER-STAND, BUT--

SURPRISE! PETER ASKED IF HE COULD USE THE BUGLE'S VIDEOTAPE FACILITIES... AND I HAVE MY SON, RANDY, MONITORING THE CAMERA.

PETE WANTED YOU TO SEE HIS GRADUATION... EVEN IF YOU COULDN'T BE THERE!

M-MISTER ROBERTSON... THIS IS THE HAPPIEST MOMENT OF MY LIFE...

THE GRADUATION COMMENCES, AND SHORTLY...

...AND SO I'M PROUD TO INTRODUCE THE MAN WHO IS FINANCING THE J. JONAH JAMESON SCHOLARSHIP FOR JOURNALISTIC INTEGRITY--

--J. JONAH JAMESON!

GROAN!

THANK YOU, DEAN. FRIENDS, THIS WAS TO BE MY SPEECH!

BUT I HAVE DECIDED NOT TO FALL BACK ON TIME-WORN CLICHES...

NO... YOU'LL INVENT NEW ONES!

YOUR PAST LIES BEHIND YOU... YOUR FUTURE IS BEFORE YOU, AND YOU NOW LIVE IN THE PRESENT!

ALL TIMES-- THE PAST, PRESENT AND FUTURE ARE MEANINGFUL.

WHY, I REMEMBER WHEN I WAS YOUR AGE... THINGS WERE NOT SO EASY AS THEY ARE TODAY..

YEAH... THEY JUST CAME OUTTA CAVES!

BUT I WORKED... I PERSERVERED! I BLAH BLAH BLAH BLAH--

YAWWNN! I THOUGHT I WAS DONE WITH HIM BACK IN HIGH SCHOOL!

AT LEAST YOU DON'T HAVE TO WORK FOR THE OLD WINDBAG!

YOU'RE A BETTER MAN THAN I AM, PETER PARKER!

ZZZZZZZZ

AT LAST, SEVERAL HOURS LATER...

AND SO I LEAVE YOU WITH THESE THREE WORDS: PEACE! VICTORY! AND EXCELSIOR!

AND REMEMBER-- THE DAILY BUGLE IS HAVING A SPECIAL SUBSCRIPTION OFFER... ONE WEEK ONLY.

FUNNY, NOT EVEN GARBAGE-MOUTH JAMESON CAN RUIN THIS DAY. IT'S LIKE A DREAM COME TRUE!

AS I CALL YOUR NAMES, YOU WILL STEP FOWARD AND RECEIVE YOUR DIPLOMA...

THE AFTERNOON CONTINUES, AND FINALLY...

NAMES ARE CALLED OUT, AND THE PROUD STUDENTS FILE ON STAGE...

STANLEY MICHAELSON, B.A.,..STEVEN MOONEY, B.F.A... JOHN MUSANTE, B.F.A....

I CAN'T BELIEVE *EVERYTHING* THAT HAS HAPPENED TO ME SINCE I CAME TO *E.S.U.*

I MADE NEW FRIENDS, I...I *LOST*... ONE WHOM I WILL *NEVER* FORGET--

--BUT I *GREW UP*. I'M NO LONGER THE PETER PARKER I WAS IN HIGH SCHOOL WHEN THAT RADIOACTIVE SPIDER *BIT* ME...

...GILBERT O'HARA, B.S.A.,, GERARD ORLANDO, B.A.,,, LEONARD PARENTE, B.F.A.,,, ROSS PARNEY, B.A.,,,,

THIS IS IT... I'M *NEXT*!

...MARVIN PARKERSON, B.S.A.,,, KEITH PARSONS, B.A.,,,

HUH? HE *MISSED* ME! WHAT'S GOING ON? I--I WASN'T CALLED!

WH-WHAT HAPPENED?

AT LONG LAST, THE GRADUATION CEREMONY ENDS, AND...

DEAN, I HAVE SOMETHING TO ASK...

PARKER, LAD... GOOD TO *SEE* YOU. ENJOY *WATCHING* THE CEREMONY?

THAT'S WHAT I WANT TO ASK YOU ABOUT. WHAT HAPPENED? WHY WASN'T *I* CALLED UP THERE? I WAS SUPPOSED TO *GRADUATE*!

GRADUATE? OH NO, PARKER, DIDN'T MY *SECRETARY* GET THROUGH TO YOU? WE'VE BEEN *CALLING* YOUR HOME FOR *DAYS*!

THE COMPUTER SHOWS YOU'RE *ONE CREDIT SHY*! SEEMS YOU DIDN'T TAKE A REQUIRED *GYM CLASS*, I BELIEVE.

BUT DON'T WORRY, PARKER... YOU CAN MAKE IT UP THIS *SUMMER*!

*GYM*? GOOD GRIEF-- *GYM*?!!

OF ALL THE LAME-BRAINED COURSES TO *FORGET*!

AND HE SAYS THEY'VE BEEN TRYING TO GET THROUGH TO ME... BUT I'VE BEEN *BUSY*--TAKING ON CREEPS LIKE THE GREEN GOBLIN... THE ROCKET RACER... THE WHITE DRAGON AND ALL THE OTHERS!

I WAS *NEVER HOME* WHEN THEY CALLED!

ONCE AGAIN, THE SPECTER OF SPIDER-MAN HAS *RUINED* MY LIFE!

RUINED--? WELL, MAYBE *NOT!* SO I'LL TAKE THAT ONE LAST COURSE AND FINISH UP IN *SEPTEMBER!*

BUT I WAS AT GRADUATION... AND FOR THE MOST PART I'M DONE WITH SCHOOL-- AND I'M ABOUT TO FACE THE REALITIES OF THE *REAL WORLD!*

THERE'S A WHOLE NEW *LIFE* FOR ME OUT THERE... AND THOUGH I'M NOT SURE WHETHER I'LL FUMBLE THE BALL OR MAKE THE GRADE--

--THERE'S *NO TURNING BACK!*

BESIDES, MAYBE I'M A *MASOCHIST,* BUT I'M REALLY LOOKING FORWARD TO WHAT'S AHEAD...

...EVEN IF IT'LL MAKE WHAT'S GONE BY TILL NOW LOOK LIKE A *PICNIC!*

WELL, WHATEVER'S IN STORE FOR ME, AT LEAST IT'LL BE *NEW AND DIFFERENT*-- AND, HECK-- WHAT'S LIFE ALL ABOUT IF IT DOESN'T HAVE SOME *ADVENTURE AND UNCERTAINTY?*

*AND SO WE CLOSE ANOTHER CHAPTER IN THE RATHER TUMULTUOUS LIFE OF PETER PARKER, AS HE MOVES ON FROM COLLEGE TO **ADULTHOOD!** WHAT'S IN STORE FOR OUR PAL, PETE? WELL, C'MON BACK NEXT MONTH AND FIND OUT. **THE BEST HAS YET TO COME!***

*BYE, ROSS & GOOD LUCK!--M & THE GANG.*

**NEXT ISSUE'S**

THE STORY YOU NEVER EXPECTED TO SEE!
AND IT ALL HAPPENS WHEN SPIDEY TAKES ON

# THE MENACE OF THE CHAMELEON!

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THE STORY YOU NEVER EXPECTED TO SEE!

SPIDEY CLEARED BY THE POLICE!

WEB-HEAD A NATIONAL HERO!

ALL THIS AND THE CHAMELEON, TOO!

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pollard

MARVEL'S TV SENSATION!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

# Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

MARV WOLFMAN / WRITER/EDITOR | KEITH POLLARD / LAYOUTS | MIKE ESPOSITO / FINISHES | J. NOVAK, LETTERS / M. SEVERIN, COLORS | JIM SHOOTER / ED-IN-CHIEF

## CHAOS IS THE CHAMELEON!

WE GUARANTEE IT! THE MOST OFF-BEAT SPIDEY STORY OF ALL!

VERY OLD PUN DEPARTMENT:

WHAT'S THE DIFFERENCE BETWEEN A ONE 'L' AMA, A TWO 'L' AMA, AND A THREE 'L' AMA?

ANSWER? WITH A ONE 'L'AMA, YOU GET A TIBETAN MONK. WITH A TWO 'L' AMA, YOU GET A SOUTH AMERICAN CAMEL. WITH A THREE 'L' AMA, YOU GET FIRE ENGINES... AND JUST POSSIBLY-- SPIDER-MAN!

...THE SUSPICIOUS FIRE HAS BEEN RAGING FOR TEN MINUTES NOW, TRAPPING AN UNKNOWN MAN ON THE LEDGE OF THE NINTH FLOOR. FIRE FIGHTERS ARE HAVING TROUBLE GE--

HOLD ON! WHAT IS HAPPENING--? YES... YES-- IT IS HIM! FOLKS, THIS REPORTER MAY HAVE A REAL EXCLUSIVE COMING UP.

C-992

THE MYSTERIOUS **SPIDER-MAN** HAS NOW ENTERED THE SCENE VIA HIS FAMOUS WEB-LINE.

IT IS A **RARE DAY** INDEED WHEN THE T.V. CAMERAS ARE **PRIVILEGED** TO PHOTOGRAPH THE WEB-SLINGER WHOSE BIZARRE DEEDS HAVE COME UNDER THE **SCRUTINY** OF NEW YORK'S FINEST FOR MANY YEARS.

ONE MUST SUPPOSE THIS AFTERNOON'S STARTLING **ANNOUNCEMENT** HAS BROUGHT THE WALL-CRAWLER OUT OF THE **NIGHT SHADOWS** HE USUALLY PROWLS!

HOLD ON, FOLKS! THIS IS SIMPLY **INCREDIBLE!** THE UNKNOWN MAN ON THE LEDGE ACTUALLY SEEMS TO BE **FENDING OFF** THE FAMED WEB-SLINGER!

UNDOUBTABLY, SPIDEY'S DEMONIC-LOOKING COSTUME HAS **FRIGHTENED** THE VERY MAN HE IS ATTEMPTING TO **SAVE!**

ACROSS TOWN, IN THE OFFICES OF THE **DAILY BUGLE**...

OH NO! **NO!** **NO!** THAT WEB-HEADED **WEASEL** IS DOING IT TO ME **AGAIN!**

IT'S **NOT FAIR!**

WHAT'S SPIDEY DONE NOW, JONAH? USE YOUR NAME TO **VALI-DATE** A PARKING TICKET?

I'LL **IGNORE** THAT FOR NOW, ROBERTSON! **LOOK!**

THAT LOUSY FINK'S **SAVING** A MAN... RIGHT ON TELEVISION!

ALL MY EFFORT TO PROVE HE'S A **MASKED MENACE** WILL BE **RUINED!**

JONAH, I SUGGEST YOU'RE--

QUIET... QUIET ... SOMETHING'S **HAPPENING!**

ROBBIE! MY PRAYERS HAVE BEEN **ANSWERED!** SPIDER-MAN **FAILED!**

I **TOLD** EVERYONE HE WAS NOTHING MORE THAN A **SHOW-OFF** IN A **FANCY COSTUME!** **HAH!**

GOOD LORD, JONAH --THAT POOR MAN COULD **DIE!**

WE'RE NOT **DESTINED** TO HEAR JONAH'S REPLY, FOR...

THIS IS SIMPLY **IN-CREDIBLE...** SPIDER-MAN HAS **LEAPED** AFTER THE FALLING MAN, AND...

HE HAS **CAUGHT** HIM WHILE FIRING AN IMPOSSIBLY-THIN STRAND OF WEB-BING AT A NAR-ROW **LEDGE!**

JUST **LOOK** AT THAT, FOLKS-- WHATEVER THAT WEBBING IS MADE OF-- IT'S HOLD-ING THE WEIGHT OF TWO FALLING MEN!

THWIP!

I'M MOVING **CLOSER** IN NOW, AND HOPEFULLY I'LL BE GRANTED THE **FIRST INTERVIEW** THE MASKED ADVENTURER HAS GIVEN IN **YEARS.**

HEY, WHEN YOU LURCHED FORWARD, YOU AGED ME **TEN YEARS!** YOU OKAY, GUY?

JUST **GET AWAY** FROM ME, SPIDER-MAN!

HUNNH?

I DON'T GET IT--

I DIDN'T ASK FOR YOUR INTER-FERENCE--

KEEP OUT OF MY WAY!

OHHHH-KAYYYYYYYY! NOW WHAT DID I DO?

I SAVE A GUY AND HE TREATS ME LIKE I'M BEGGING FOR A HANDOUT!

WHEN AM I EVER GONNA LEARN--?

SPIDER-MAN! THE D.A. WANTS TO SEE YOU.

OOOPS... WEREN'T PAYING ATTEN-TION THERE, WEB-HEAD!

SORRY, GUYS, BUT I REALLY GOTTA DECLINE THE INVITE.

THWIP!

B-BUT--?!?

YA MAY NOT BELIEVE IT, BUT I ACTUALLY GET SHY AROUND GUYS WITH ARREST SUMMONSES!

HE WON'T LISTEN!

YOU THINK HE HASN'T HEARD?

I GUESS NOT, STEVE... I GUESS NOT.

AND, AT THE BUGLE...

HAH! RUNNING FROM THE LAW-- THAT SHOULD PROVE HOW RIGHT I'VE ALWAYS BEEN ABOUT HIM.

DIG OUT MY OLD ANTI-SPIDER-MAN EDITORIALS, ROBBIE. I'LL RUN 'EM AGAIN!

BEFORE YOU DO, JONAH-- READ THIS!

THIS CAME OFF THE WIRE WHILE YOU WERE AT YOUR SON'S HOSPITAL...

OH NONONO! THEY CAN'T DO THIS TO ME!

I'VE BEEN A GOOD MAN, HAVEN'T I? I HARDLY CHEAT ON MY TAXES!

WHY ARE THEY ALL OUT TO DESTROY ME?

I CAN'T STAY HERE ANYMORE --I'LL BE A LAUGHING STOCK! I WON'T BE ABLE TO HOLD UP MY HEAD WITH-OUT FEAR OF RIDICULE!

JONAH, WHERE ARE YOU GOING?

WHERE THEY'VE NEVER HEARD OF J. JONAH JAMESON!

I'LL CALL YOU WHEN I GET TO THE BRAZILIAN AMAZON!

OUT OF MY WAY, MISS GRANT!

THAT'S BRANT!

MAKE UP YOUR MIND, WILL YOU?

WHILE J. JONAH JAMESON GRUMBLES HIS WAY TO THE EXECUTIVE WASHROOM, A FIRE THAT HAD BEEN BLAZING HALF AN HOUR BEFORE... IS REDUCED TO LITTLE MORE THAN A SMOLDERING ASH...

BLAST! WHO WOULD HAVE THOUGHT HE'D SHOW UP?

WE WEREN'T SUPPOSED TO MEET UNTIL LATER!

BUT, HE DIDN'T RECOG-NIZE ME... THEN AGAIN-- HOW CAN ANY MAN EVER HOPE TO RECOGNIZE--

-THE CHAMELEON! MASTER OF DISGUISE!

NOW EVEN THE *D.A.* IS OUT TO GET ME. HOW DID I TICK OFF TOWER?

SHEESH! IT'S GETTING SO THE *ONLY* TIME BEING SPIDEY'S AN *ADVANTAGE* IS IN BEATING OUT THE *MIDTOWN TRAFFIC!*

ALL RIGHT, CAN THE SOB-STORY AND PUT ON A *SMILE* FOR AUNT MAY!

I CAN'T HAVE THAT DEAR LADY THINK *ANYTHING'S* WRONG. THE WORRYING COULD BE *TOO MUCH* FOR HER.

*SOON, DOWN THE STERILE GREEN CORRIDORS OF NEW-HOPE MEMORIAL...*

HI THERE, SLUGGER. HOW'S IT *GOING?*

P-PETER, DEAR, I'M SO *HAPPY* YOU CAME TODAY. YOU MAKE AN OLD LADY FEEL DOWN-RIGHT *CHIPPER.*

PETER, I WAS *WONDERING* WHY THEY DIDN'T CALL YOUR *NAME* AT GRADUATION YESTERDAY?*I WAS WAITING, BUT...

IT WAS JUST A *MIS-UNDERSTANDING,* AUNT MAY. I'LL GET MY *DIPLOMA* IN SEPTEMBER.

*LAST ISSUE:--MARV.

MR. PARKER, MAY I *SEE* YOU FOR A MOMENT?

HUNNH? SURE, DR. TOMPKINS!

AFTER NEXT MONTH, *MEDICARE* WON'T COVER YOUR AUNT'S EXPENSES. CAN *YOU* AFFORD HER CARE?

MONEY? DOC, I'M *FLAT BROKE.*

I EARN JUST ABOUT ENOUGH TO GET THROUGH *SCHOOL* AND TO KEEP UP MY SHAMBLES OF AN *APARTMENT.*

I *THOUGHT* AS MUCH. MY ADVICE, THEN, IS A *STATE NURSING HOME.* THEY AREN'T FANCY, BUT THE CARE IS PROFESSIONAL.

IF YOU GIVE YOUR OKAY, I'LL ARRANGE FOR A *TRANSFER.* WELL?

DO WHAT YOU *HAVE* TO, DOC. AND I'LL DO WHAT *I* HAVE TO.

I'VE *GOT* TO RAISE MONEY... AUNT MAY DESERVES THE *BEST!*

*KIDS!* THEY *NEVER* PLAN AHEAD!

OKAY, NO BROW-BEATING...I'LL TAKE THIS ALL ***LOGICALLY***. I NEED MONEY, SO HOW DO I ***GET*** IT?

JONAH? ***FAT CHANCE!*** I'D HAVE MORE LUCK SQUEEZING ***ORANGE JUICE*** FROM PLYMOUTH ROCK!

THE ***BANK?*** NO COLLATERAL... NO REAL JOB TO SPEAK OF... NO ***NOTHING!***

SO IT ALL COMES RIGHT BACK TO ***SPIDEY***, DOESN'T IT? HE'S THE ***ONLY*** ONE WHO CAN RAISE MONEY FAST, BUT HE'S WANTED BY EVERY COP THIS SIDE OF ***STARSKY AND HUTCH!***

FROZEN
KEN
TURKEY
ICKEN
PIE
MILK
JUICE

MAYBE I OUGHTTA ***CONFRONT*** D.A. TOWER AND TELL 'IM TO GET OFF MY BACK?

I CAN HEAR IT NOW--"LOVE TO, M'BOY, BUT THERE'S THIS ***MURDER*** WE'RE STILL INVESTIGATING, AND--"

RRRING!

HUNH? THE ***BELL?*** BUT WHO--OH NO! ***OH NO!***

THERE GOES A PERFECTLY GOOD ***BARBECUE CHICKEN DINNER.***

HOLD ON... ***HOLD ON!*** I'M COMING!

THIS JUST ***ISN'T*** MY MILLENNIUM.

***BETTY?*** BUT WHY--

I'VE GOT THE ***GREATEST NEWS,*** PETER!

ROBBIE GAVE ME A ***JOB*** AS HIS ***SECRETARY.***

THAT MEANS I CAN ***STAY*** IN NEW YORK... WE'LL BE ABLE TO BE WITH EACH OTHER ***ALL*** THE TIME.

BUT...BUT--? WHAT ABOUT NED? WHAT ABOUT--

NED? NED ***WHO--?***

SLAMM

NEW YORK IS COVERED BY A WARM, BLACK SKY SPRINKLED WITH SPARKLING LIGHTS...

...THAT FINALLY **FADE** INTO DAYLIGHT...

I DON'T **BELIEVE** IT.

HOW MANY CUPS OF **COFFEE** HAS IT BEEN? SIX? SEVEN? I'VE LOST COUNT.

PETE, YOU CAN'T REALIZE WHAT IT'S **MEANT** TO SIT AND TALK THE NIGHT AWAY.

IT'S BEEN **AGES** SINCE I'VE SPENT THE NIGHT LIKE THIS.

NED AND I NEVER HAD THAT MUCH TO **SAY** TO EACH OTHER. I GUESS I REALLY **MARRIED** HIM ON THE REBOUND... FROM YOU.

**YAWWNNNNN!** Y'SAY SOMETHING? GOSH, I'VE NEVER BEEN SO **TIRED** BEFORE.

I'M NOT USED TO OPERATING ON NO SLEEP.

WONDER WHAT-- **TEN O'CLOCK!** GOOD GOSH! I'VE GOT SOMETHING TO DO.

CAN I GO **WITH** YOU?

NOT THIS TIME, BETTS. ...LOOK, I'LL SEE YOU LATER.

YOU'RE ACTING **MYSTERIOUSLY** AGAIN, PETER... THAT WAS SOMETHING I **NEVER** COULD GET USED TO.

*A MOMENT LATER, A RED AND BLUE FORM SPINS A HASTY WEB THROUGH THE NEW YORK SKIES...*

OKAY, SO MAYBE I **HAVEN'T** GOTTEN RID OF BETTY. MAYBE I **SHOULDN'T.** MAYBE SHE AND NED **ARE** THROUGH.

BUT NOW I'VE GOT A **REAL** PROBLEM AHEAD OF ME--I NEED MONEY AND THERE'S ONLY **ONE** WAY TO GET IT.

I'VE GOT TO **FACE MY ACCUSERS** AT LONG LAST.

AND, WHAT'S WRONG IF LUCK HAPPENS TO SHINE ON ME FOR JUST ONE BRIEF INSTANT?

I'M ONLY WANTED FOR **QUESTIONING.** I CAN'T BE **JAILED** FOR ANYTHING... CAN I?

WELL, I'VE GOT NO CHOICE BUT TO **FIND OUT!**

IT ONLY TAKES A MOMENT TO WEB-SLING DOWNTOWN TO CITY HALL WHERE...

ALL RIGHT, TOWER. YOU **WANTED** ME? YOU **GOT** ME!

I'VE BEEN **EXPECTING** YOU, SPIDEY!

CONFIDENT LITTLE GUY, AIN'TCHA? YOU'RE DARNED **LUCKY** I SHOWED.

I'VE BEEN **HOUNDED** BY YOU GUYS FOR YEARS FOR CRIMES I NEVER COMMITTED.

HECK, I'VE MADE A **CAREER** BEING THE MOST MISUNDERSTOOD GOOD-GUY IN HISTORY. AND FRANKLY, I'M **FED UP** WITH IT.

ARE YOU **FINISHED?**

UHHHH, I GUESS SO.

GOOD. IT'S EVIDENT YOU HAVEN'T **HEARD** THE NEWS, SO LET ME BE THE **FIRST** TO TELL IT TO YOU.

YOU WERE WANTED FOR **QUESTIONING** IN THE MURDERS OF CAPTAIN GEORGE STACY AND NORMAN OSBORN.

MONTHS AGO, YOU WERE **CLEARED** OF THE OSBORN CHARGE...

...AND, JUST THIS WEEK, WE FINALLY FOUND EVIDENCE THAT **CLEARS** YOU OF CAPTAIN STACY'S MURDER. IT WAS **DOCTOR OCTOPUS** WHO CAUSED HIS DEATH--*

-- BUT, SINCE OCTOPUS DIED LAST MONTH OFF THE NEW YORK COAST, THE QUESTION OF HIS GUILT IS **MOOT.****

*SPIDER-MAN #90.--MARV.

****MAYHEM IN MANHATTAN**...THE SPIDEY NOVEL:- MARV AGAIN.

WE'RE THEREFORE DROPPING **ALL** CHARGES AGAINST YOU AS OF NOW.

YOU MEAN I'M **INNOCENT?** I'M **FREE AT LAST?**

YAHOOO!

NO MORE LOOKING OVER MY SHOULDER TO SEE WHO'S AFTER ME.

NO MORE BEING ON THE **TEN MOST HATED LIST!**

I EXPECTED YOU TO COME WHEN YOU HEARD THE NEWS, SO I CALLED A **PRESS CONFERENCE** FOR THIS MORNING...

FORTUNATELY, YOU'RE RIGHT ON TIME. C'MON...

IT IS A SOMEWHAT FRIGHTENED SPIDER-MAN WHO STEPS OUT OF D.A. TOWER'S PLUSH-LINED OFFICE DIRECTLY INTO A WALL OF **FLASHING LIGHTS...**

THERE HE IS.

ALL RIGHT, EVERYONE, YOUR **SEATS**, PLEASE, AND I'LL **INTRODUCE** SPIDER-MAN.

HI.

I ALWAYS KNEW HE WAS A **HERO.**

WHY DOES HE WEAR THAT HIDEOUS **MASK?** IT'S POSITIVELY FRIGHTENING.

WHAT ARE YOUR **PLANS**, SPIDER-MAN?

I DON'T **KNOW**... THIS IS ALL **NEW** TO ME.

I FEEL LIKE AN INNOCENT CONVICT WHO'S JUST BEEN GRANTED A **PARDON.**

YOU **ARE** A **CONVICT**, WALL-CRAWLER... ONE WHO SHOULD BE **BEHIND BARS!**

I'M SORRY, MR. JAMESON, BUT AS OF NOW, SPIDER-MAN IS FULLY **CLEARED** OF ALL CHARGES.

IF YOU INSIST HE'S STILL **GUILTY**, YOUR COMMENTS COULD BE CONSIDERED LIBELOUS.

SO NYAHH, NYAHH, PORK-FACE!

THIS IS ALL A SECRET **PLAN** TO DISRUPT JUSTICE. I'VE ALWAYS SAID THE CITY HAS GONE STARK-RAVING **CRAZY!**

HOW **OLD** ARE YOU? WHAT'S YOUR **SIGN?**

ARE YOU SHORTER OR TALLER THAN ROBERT REDFORD?

EVERYONE'S **PRESSING IN** ON ME... I'M BEING **STIFLED!**

I NEED FRESH AIR AND ROOM TO **BREATHE!**

WHERE CAN WE FIND YOU?

UHHH, CENTRAL PARK TONIGHT... ON THE **SHEEP MEADOW.**

I WANT **OPEN SPACES** ALL AROUND ME.

SHEESH, THEY WERE PRACTICALLY ALL OVER ME. I THOUGHT I'D BE **CRUSHED!**

I DON'T KNOW WHAT'S WORSE--HAVING EVERYONE **AVOID** ME OR **ADORE** ME.

HECK, WHO AM I KIDDING? THIS HAS GOTTA BE MY GREATEST MOMENT EVER. I'M **FREE!**

YOU **HEAR** THAT, WORLD? **FREE! FREE! FREE!**

MAYBE I CAN ACTUALLY LIVE A **NORMAL LIFE!**

Coke

THANK YOU, LORD-- CLEAN LIVING AND GOOD THOUGHTS HAVE FINALLY **PAID OFF!**

*NEWS TRAVELS QUICKLY, AND SO...*

... REACTION OF THE MAN ON THE STREET TO SPIDER-MAN'S SURPRISE VICTORY IS **MIXED.** MANY ARE PLEASED FOR THE WEB-SPINNER...

... WHILE OTHERS STILL **FEAR** THE MASKED ADVENTURER.

HIS DEADLY FOES, HOWEVER, HAVE THE **MOST** TO FEAR. NOW THAT THE WALL-CRAWLER CAN SWING THROUGH NEW YORK WITHOUT WORRYING ABOUT CAPTURE--

--HIS EFFECTIVENESS IN STOPPING CRIME SHOULD BE **DOUBLED.**

THAT'S IT FOR TODAY, AND REMEMBER MY **SPECIAL** TONIGHT WHEN I INTERVIEW MOSHE DAYAN, JIMMY CARTER, LEONID BREZHNEV AND CHARO. GOODNIGHT, ALL.

***MEAN-WHILE...***

SO, SPIDER-MAN WILL BE CONDUCTING A **PRESS CONFERENCE** TONIGHT, EH?

WHAT BETTER PLACE TO **DISCREDIT** THE WALL-CRAWLING CRETIN THAN BEFORE THE EYES OF THE AMERICAN PUBLIC?

**THE CHAMELEON LAUGHS... AND HIS LAUGH IS DARK AND BROODING.**

ALL HIS LIFE, PETER PARKER HAS FELT **PUT DOWN UPON**, SO NOW YOU CAN IMAGINE WHAT **ELATION** THE WALL-CRAWLER FEELS AS HE CONDUCTS HIS FIRST **PRESS CONFERENCE** WITHOUT GLANCING NERVOUSLY OVER HIS SHOULDER FOR THE FIRST SIGN OF **TROUBLE**...

...NAH, I DON'T THINK I'LL JOIN UP WITH THE **AVENGERS**... I'M STILL PRETTY MUCH A **LONER**. BUT, WHO KNOWS--?

LISTEN, I HAFTA GO NOW... I'VE GOT SOME **MERCHANDISERS** WAITING WHO WANT TO GIVE ME **BIG BUCKS.**

AFTER ALL, US SPIDER-TYPES STILL HAVE TO **EAT**...

...THOUGH CONTRARY TO **RUMOR**, WE DON'T ALL GO FOR **CURDS AND WHEY.**

NBC

**THE LINE IS A LONG ONE, BUT IT SLOWLY WHITTLES DOWN TO SIZE...**

LISTEN, FELLA, THIS IS A **NATURAL**-- A **SPIDER-MAN TV SHOW**, ALL YOUR OWN.

'COURSE, WE'LL HAVE TO MAKE A FEW **CHANGES** IN YOUR LIFE, BUT--

NO THANKS. I'VE SEEN WHAT YOU **TV GUYS** DO, AND IT MAKES ME **NERVOUS**...

YOU'D PROBABLY WANT ME TO WEAR A **CAPE** OR A **BELT** ...OR MAYBE CARRY MY **WEB-SHOOTERS** IN MY NOSE OR SOMETHING **STUPID** LIKE THAT.

FORGET IT! NOPE! **ZILCHO!**

GO SIGN THE **HULK** OR SOMEBODY!

HI THERE, SPIDEY, I REPRESENT THIS **COMIC BOOK** COMPANY, AND I'VE GOT THE MOST **WONDERFUL** IDEA.

PICTURE THIS, YOU AGAINST THE **HEAVYWEIGHT CHAMP.**

**SPIDER-MAN VS. LEON SPINKS!**

YOU GOTTA BE **KIDDING**, LADY!

I'VE **HEARD** ABOUT YOU PEOPLE AND YOUR **PUBLISHING SCHEDULES!**

BY THE TIME YOU GOT THAT FURSH-LUGGINER MAG ON THE **NEWSSTANDS** SOMEONE **ELSE** COULD BE CHAMP.

BESIDES, I JUST GAVE **FREE RIGHTS** TO THE **ELECTRIC COMPANY TV SHOW** FOR AN EDUCATIONAL COMIC.

BUT LISTEN, IF YOU'RE FREE LATER FOR A **DATE**--?

SORRY, BUT I **NEVER** DATE GUYS WHO WEAR **MASKS.**

MR. SPIDER-MAN, CAN YOU TELL ME WHERE I CAN BUY A **COSTUME** LIKE YOURS?

IT'S FOR MY LITTLE **TIMMY**... HE'LL BE 35 NEXT WEEK, AND...

SORRY, BUT THIS IS A ***ONE-OF-A-KIND SPECIAL.*** I CAN'T HELP, BUT--

HUNH? MY SPIDER-SENSE IS BUZZING LIKE A ***BEEHIVE!***

IT'S ***FOCUSING*** ON THIS LITTLE OLD LADY!

THAT'S PLAIN RIDICULOUS, BUT--

ALL RIGHT, CALM DOWN, WEB-HEAD... EITHER YOU'VE FINALLY GONE OVER THE ***EDGE,*** OR SHE'S ***GLOWING*** LIKE THE NORTHERN LIGHTS!

***THE CHAMELEON!?!*** HOW DID YOU GET--? WHERE'S THAT OLD ***LADY***--?

PUZZLED, SPIDER-MAN? THEN YOUR ***CONSTERNATION*** IS AT AN END!

AS IS YOUR ***LIFE!***

OH, GEE-- ***ANOTHER DEATH THREAT!***

YOU GONNA CARRY THIS ONE OUT FROM A ***HOSPITAL BED?***

OR MAYBE YOU FORGOT I'VE GOT THE ***PROPORTIONATE STRENGTH*** OF A ***SPIDER...***

...WHATEVER THE HECK ***THAT*** MEANS!

***SPOK!***

NOW, SUPPOSE YOU START ***TELLING*** ME WHAT THIS IS ALL ABOUT--?

DID YOU ***SEE*** THAT?

HE ***SLUGGED*** THAT WOMAN!

HUNH? WHAT DID YOU SAY?

THERE! ***THERE!*** THAT ***PROVES*** IT, ROBERTSON! I'VE BEEN ***RIGHT*** ALL ALONG!

OH, HOW SWEET IS ***VINDICATION!***

I DON'T UNDERSTAND... HE'S ***NEVER*** ACTED THAT WAY BEFORE... WHAT CAN WE ***DO?***

DO? CALL IN THE ***POLICE!*** THE ***GOVERNOR!*** THE ***PRESIDENT!***

WE'VE GOT TO GET THIS ON THE PRESS--***FAST!*** THE NIGHTOWL EDITION IS ABOUT TO BE ***SET!***

C'MON, CHAMEY-- WHAT HAVE YOU ***DONE?***

WHAT ARE ALL THESE PEOPLE ***COMPLAINING*** ABOUT?

***HAH!*** YOU'LL ***NEVER*** KNOW, CREEP!

STOP HIM BEFORE HE KILLS HER!
HE CAN'T FIGHT US ALL!
HEY! WHAT ARE YOU DOING?
DON'T YOU SEE THE CHAMELEON?
NO GOOD. THEY'RE NOT LISTENING!
THEY'RE OUT TO TEAR ME APART!
IT WORKED PERFECTLY--AS HE SAID IT WOULD.
NOW, JUST ONE MORE ADDITIONAL PROBLEM FOR SPIDER-MAN--AND I COLLECT MY $25,000.
I DON'T KNOW WHAT YOU GUYS THINK I'VE DONE--
--BUT I'M NOT IN THE MOOD TO STAY HERE AND FIND OUT!
SO, PARDON ME IF I LEAVE YOUR WOULD-BE NECKTIE PARTY A TAD EARLY.
I'VE GOT TO GET MY BEAUTY REST, Y'KNOW.
NOT TO MENTION STOPPING THE CHAMELEON AND FINDING OUT WHAT THE HECK IS GOING ON.
...NO SOONER WAS SPIDER-MAN CLEARED OF ALL CHARGES AGAINST HIM...
...THEN HE IS ONCE AGAIN A WANTED MAN.
STAY TUNED FOR MORE ON-THE-SPOT REPORTS.
MEANWHILE, A SMALL DARTING FIGURE RACES ACROSS CENTRAL PARK...
HE SHOOK THEM LOOSE FASTER THAN I EXPECTED.
NO MATTER, I WANT HIM TO FOLLOW ME...
IT'S THE ONLY WAY I CAN COLLECT MY MONEY AND BE FREE OF HIS BLACKMAIL--FOREVER!

ZOO

THIS IS REALLY GREAT! FOR ONCE IN MY LIFE, EVERYTHING WAS GOING MY WAY!

NOW, TRUE-TO-FORM, SOMETHING HADDA LOUSE IT UP!

I'M RIGHT BACK IN THE SAME STEW I WAS-- ONLY WORS--

OBOY!

I SHOULDA REALIZED THAT FRIGHTENED CROWD WASN'T RUNNING FROM ME!

IT'S THAT ZOO PARADE REJECT!

CAN'T FIGURE OUT WHY THE CHAMELEON WOULD SET IT LOOSE...

...UNLESS HORN-HEAD HERE IS SIMPLY A DELAYING TACTIC...

...BUT WHY DIDN'T CHAMEY USE HIS SOUPED-UP COSTUME TO WHIP ON A DISGUISE...?

JERK...JERK! JERK!! I'M GETTING SO STUPID I'D OVERLOOK MY REFLECTION IN A FULL-LENGTH MIRROR!

I'M BEING LED THROUGH A MAZE!

HE WANTS ME TO FOLLOW HIM... WANTS ME TO LOOK BAD IN FRONT OF THE PUBLIC.

SOMEHOW HE MUST'VE RIGGED HIS COSTUME SO OTHERS WOULD SEE THE DISGUISE HE WORE...

...BUT I'D SEE RIGHT THROUGH IT--

WHUM

--MAKING IT LOOK LIKE I WAS ATTACKING A LITTLE OLD LADY!

BUT HOW DID HE DO IT? THE CHAMELEON'S NEVER SHOWN ANY REAL SCIENTIFIC BACKGROUND.

WELL, I'LL WORRY ABOUT THAT *LATER*...

FIRST I GOTTA MAKE SURE HORNY'S ALL *WEBBED UP*, AND THEN--

THERE HE IS NOW--

THAT *PROVES* IT! HE *WANTS* ME TO FOLLOW HIM.

*SUICIDAL* LITTLE DUCK, ISN'T HE?

CLOSED

HE'S HERE *SOMEWHERE*.

CHAMMY-- COME OUT, COME OUT, WHEREVER YOU ARE!

NO ANSWER. BUT I DIDN'T *EXPECT* ONE.

WHY DO ALL THESE COS-TUMED CREEPS HAVETA MAKE THINGS *DIFFICULT*?

SOMETHING *AHEAD* OF ME. GOTTA *TIME* THIS PERFECTLY.

ONE... TWO--

*NOW!*

*WHAT?* IMPOSSIBLE! YOU *COULDN'T* HAVE HEARD ME!

HOW DID YOU *KNOW*--?

JUST CALL ME MAGICMAN, SWEET-LIPS...

...AND I'VE GOT A *BUNDLE* OF TRICKS I'M JUST *DYING* T'SHOW YOU.

NOTE MY FIST... NEVER ONCE DO THE *FINGERS* LEAVE MY HAND.

NOW, D'YA WANNA SEE HOW I *SAW* A SUPER-VILLAIN IN HALF?

SWOP

'COURSE, I'VE NEVER *PERFECTED* THE REASSEMBLING PART, BUT THEN, WHAT THE HEY?

*NO!* HE'S GETTING ME... ONE HOPE...ONE *LAST CHANCE*...

THE CHAMELEON PRESSES A HIDDEN **BUTTON**, AND...

UH OH, THE SPIDER-MAN **FAN CLUB** IS BACK...

LOOK, HE'S FIGHTING WITH A **COP!**

FORGET IT, GANG! THIS GUY'S NO MORE A **COP** THAN THAT OLD WOMAN WAS A **LADY!**

WITHOUT HIS **CONTROL BELT**, ALL HE IS IS A **LOSER** WITH A FANCY **COSTUME**... RIGHT, CHAMELEON?

TELL THE FOLKS THE **TRUTH!**

...OR THE **ONLY** THING YOU'LL BE ABLE TO CHANGE...

...IS THE **CHANNEL** ON YOUR HOSPITAL TV.

OKAY, OKAY... I WAS TRYING TO **FRAME** YOU--

BUT YOU'LL **NEVER** LEARN WHY.

OH, I'M **SURE** WE'LL WORM THAT OUTTA YOU SOON.

TAKE 'IM AWAY, BOYS-- **COMPLIMENTS OF YOUR FRIENDLY, NEIGHBORHOOD WHAT'S-HIS-NAME!**

OKAY, YOU **SAW** IT, FOLKS. I'M **STILL** A GOOD GUY.

HEY, DON'T **EVERY-BODY** APPLAUD AT ONCE!

I ONLY RISKED MY LIFE AND LIMB FOR-- **AW, NUTS!**

**NOBODY** CARES... NOBODY EVER HAS.

YOU'RE **WRONG**, SPIDEY-- I **CARE!**

**FLASH THOMPSON?!!**

YOU BET. WHEN I WAS IN **HIGH SCHOOL**, I WAS YOUR BIGGEST **FAN!**

I KNEW WHAT JAMESON AND THE OTHERS SAID ABOUT YOU **COULDN'T** BE TRUE...

AND NOW, WELL, I JUST **HAD** TO BE THE FIRST TO **CONGRATULATE** YOU...

YOU'RE FINALLY GETTING THE **CREDIT** YOU'VE ALWAYS DESERVED.

YOU **HEAR** THAT? SPIDEY'S **ALWAYS** BEEN A HERO!

C'MON, LET'S SHOW 'IM THAT WE **CARE!**

THIS HAS BEEN A **RED LETTER DAY**, ROBBIE. SPIDER-MAN HAS BEEN **DISCREDITED!**

EVERYTHING I'VE EVER SAID ABOUT THAT GLORY-HUNGRY MANIAC HAS BEEN PROVEN **TRUE!**

...IN AN AMAZING **TURNABOUT**, SPIDER-MAN **CLEARED** HIMSELF TONIGHT WHEN HE **UNCOVERED** THE CRIMINAL KNOWN AS...

WH--**WHAT?** THEY **DIDN'T** SAY THAT! THEY **COULDN'T** HAVE!

**NONONO!** WHY DOES IT ALWAYS HAPPEN TO **ME?**

HE'S OUT TO **GET** ME, ROBBIE. HE WANTS TO DRIVE ME **CRAZY!** WELL, I WON'T **LET** HIM!

**SPITTU!**

WHERE ARE YOU GOING, JONAH?

I'M GOING TO DRIVE **MYSELF!** I MEAN I'M GOING **OUT!**

**BAH!** I'LL GET THAT MISANTHROPIC MASKED MADMAN... **I'LL GET HIM!**

*BUT EVEN AS THE DAILY BUGLE'S IRASCIBLE PUBLISHER STALKS OFF TO VENT OUT HIS **ANGER** IN WAYS BEST NOT **DESCRIBED** HERE...*

*...LET US TAKE ONE LAST **LOOK** AT THE **FOCUS** OF HIS RAGE...*

THREE CHEERS FOR SPIDER-MAN!

SO **THIS** IS WHAT IT'S LIKE TO BE ON THE **GOOD SIDE!**

Y'KNOW, A GUY COULD GET TO **LIKE** THIS... YESSIREE, A GUY COULD DIG THIS ONE HECKUVA **LOT!**

*MEANWHILE, IN A SMALL **LABORATORY** SOMEWHERE IN WESTCHESTER...*

THE CHAMELEON **FAILED** TO DISCREDIT SPIDER-MAN. THEN, I **SUSPECTED** HE WOULD.

HE HAD NEITHER THE INTELLIGENCE NOR THE **POWER** TO CARRY OUT MY INSTRUCTIONS.

BUT THE WALL-CRAWLER'S **LUCK** CANNOT HOLD OUT FOREVER... IT WILL SOON **FAIL** HIM... AND THEN **I** SHALL BE THERE.

I **OWE** THAT SO-CALLED HERO... HE'S DESTROYED MY WORK... MY HOPES... MY **FUTURE...**

BUT I SHALL DO **WORSE** TO HIM.

I SHALL END HIS **LIFE!**

**NEXT ISSUE:** THE MYSTERY CONTINUES AS SPIDER-MAN AND CAPTAIN AMERICA TEAM-UP TO TAKE ON-- **THE POWER OF ELECTRO!**

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# the AMAZING SPIDER-MAN®

MARVEL'S TV SENSATION!

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I DON'T GET IT! WHY IS *CAPTAIN AMERICA* AFTER ME?

I TOLD YOU TO *GET OUT* OF HERE, SPIDER-MAN!

DO I HAVE TO *SMASH* YOU TO *STOP* YOU?

pollard

...AND LURKING IN THE SHADOWS--

## ELECTRO!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

MARV WOLFMAN & JIM STARLIN SCRIPT/EDIT-CO-PLOTTERS- LAYOUTS | BOB McLEOD FINISHES | A. KAWECKI, LETTERS MICHELE W., COLORS | JIM SHOOTER CONSULTING EDITOR

# THE POWER OF ELECTRO!

SO WHAT HAVE WE NOW?

1: SPIDEY'S BEEN CLEARED OF ALL CHARGES AGAINST HIM.

2: HE'S NOW A HERO TO ALMOST EVERYONE... EXCEPTING, OF COURSE, A CERTAIN BRISTLY-HAIRED NEWSPAPER PUBLISHER.

3: AND, FOR PERHAPS THE FIRST TIME IN HIS HECTIC LIFE, PRETTY MUCH NOBODY IS OUT TO SQUASH HIM.

SO EXPLAIN WHY OUR WEB-WEAVING WONDER IS STILL A PICNIC GROUND FOR PARANOIA.

NONE OF THIS MAKES ANY SENSE!

YET, MY SPIDER-SENSE IS BUZZING AWAY LIKE A RUSTY ALARM CLOCK!

THE AREA AROUND THE *INDIAN POINT POWER STATION'S* BEEN CORDONED OFF.

THEY'RE NOT EVEN LETTING IN *MOSQUITOS* WITHOUT PROPER IDENTIFICATION.

AND YOU CAN *TRIP* OVER ALL THE *SHIELD AGENTS* PATROLLING THIS PLACE.

WELL, SINCE I'M NOT ABOUT TO LET THOSE TWO-BIT JAMES BONDS GET THE *BEAD* ON ME...

...I'LL STICK TO THE *SHADOWS*, THANK YOU.

MAYBE IT WASN'T SUCH A *GOOD IDEA* COMING UP HERE.

IF I DIDN'T NEED THE *MONEY*, I WOULD'VE TOLD JAMESON WHERE TO STICK THIS ASSIGNMENT.

*SPIDER-MAN'S THOUGHTS DRIFT TO A FEW **HOURS** AGO AND THE OFFICES OF THE **DAILY BUGLE**...*

SO HOW'S JAMESON TAKING THIS SPIDER-MAN BUSINESS?

I BET HE HIT THE *ROOF* WHEN DISTRICT ATTORNEY TOWER *CLEARED* SPIDEY.

LET ME PUT IT *THIS* WAY, PETE.

THE *LAST* TIME JONAH WAS *THIS* ANGRY--

--WAS WHEN *HOOVER* LOST THE ELECTION TO *ROOSE-VELT.*

WHEW... *THAT* BAD, HUH?

I GUESS THIS ISN'T THE BEST TIME TO PLEAD FOR A *RAISE*.

STRAPPED FOR *MONEY* AGAIN?

WHAT ELSE? WITH AUNT MAY BEING MOVED TO A *NURSING HOME*...

...EXPENSES ARE MOUNTING-- *FAST!*

*SLAM*

YOU *CLUMSY OAF!* WHY DON'T YOU *LOOK* WHERE YOU'RE GOING?

WHATTAYA MEAN *ME?* WHY DON'T YOU LOOK WHERE *YOU'RE* GOING!

AWRIGHT! *AWRIGHT!* CAN THE *NOISE!* IS THIS AN OFFICE OR A *PLAYGROUND?*

YOU, RABINOWITZ, GET IN HERE. I'VE BEEN *WAITING* FOR YOUR REPORT.

WELL, *WELL?* C'MON! I'M A *BUSY MAN!*

WE DON'T JUST REPORT THE NEWS HERE. WE MAKE IT.

SORRY, MR. JAMESON... BUT I'VE LEARNED ABSOLUTELY *NOTHING!*

THERE ARE NO *PRESS RELEASES*. INFO'S TIGHTER THAN A MISER'S WALLET!

BAH! JUST WHAT I NEED-- HOMILIES INSTEAD OF *FACTS!*

*WON'T* TALK TO REPORTERS, EH? WE'LL *SEE* ABOUT THAT!

WHO SHOULD I SEND? CONOVER? NO, HE'S ON THE "McHEDRON" STORY. LESSMAN? BLAST! HE'S COVERING THE *PET SHOW!*

*PARKER?* WHAT ARE *YOU* DOING HERE?

THEY CLOSE ALL THE *SCHOOL YARDS?*

JUST WANTED TO ASK FOR A *RAISE*, MR. JAMESON. THINGS ARE GETTING A LITTLE *TIGHT*, AND...

SAY NO MORE, M' BOY. I HAVE A LITTLE *JOB* FOR YOU.

JUST GET ME A FEW *PICTURES* AND WE'LL *TALK* ABOUT THAT RAISE.

HE'LL TALK, AND I'LL SAY "*NO!*"

ALL RIGHT, JONAH. YOU'VE GOT A *DEAL!*

BUT WHEN I GET BACK, WE'LL HAVE THAT *DISCUSSION?*

OF COURSE, PARKER. I *SAID* WE WOULD. DIDN'T I--?

SUCKER!

AND SO, HALF AN HOUR LATER, A HARRIED PETER PARKER FOUND HIMSELF ON THE ROAD TO INDIAN POINT...

ALL THOSE *MERCHANDISING* OFFERS THE OTHER DAY, AND I'M *STILL* STRAPPED FOR CASH.

I GUESS THAT'S WHAT COMES FROM *TURNING DOWN* VIRTUALLY EVERYTHING.

BUT I ABSOLUTELY *REFUSE* TO LEND MY NAME TO ANYTHING LIKE 'SPIDER-MAN EDIBLE UNDERWEAR,'

THE VERY *THOUGHT* IS--EH? ROADBLOCK UP AHEAD?

JONAH *SAID* THIS WHOLE AREA WAS CORDONED OFF...

NOT THAT A SIMPLE *POLICE BLOCKADE* MEANS MUCH--

--TO YOUR FRIENDLY, NEIGHBORHOOD *SPIDER-MAN!*

SO LET'S GET THIS ALL IN PLACE: THE POLICE ARE KEEPING EVERYONE AWAY FROM INDIAN POINT... SHIELD AGENTS ARE EVERYWHERE...

AND THAT SPELLS *BIG DOINGS* IN THE CENTER OF TOWN.

SO I GUESS THAT'S WHERE *I* OUGHTTA BE.

HUNH? RUSTLING OF *LEAVES* BEHIND ME? *SCUFFING* SOUND FROM ABOVE?

ALL RIGHT, *CALM DOWN*, ANSON... THERE'S NO ONE HERE...

JUST KEEP YOUR *COOL!*

*BUT, IF THE ALERT SHIELD AGENT HAD TURNED A FRACTION OF AN INSTANT QUICKER...*

WEB-CARTRIDGES ARE FILLED... THOUGH I STILL HAVEN'T HAD TIME TO REWORK MY *FORMULA!*

*...HE WOULD HAVE FOUND HIMSELF STARING FACE-TO-MASK WITH A RATHER FAMILIAR WEB-SLINGING SPIDER-MAN.*

NOT THAT IT *MATTERS*... THE WEB-LINE IS STILL *STRONG* ENOUGH TO HANDLE ALMOST *ANY* EMERGENCY.

STILL, I'D LIKE TO LEARN WHY IT'S GOTTEN PROGRESSIVELY *WEAKER* THESE--

MY SPIDER-SENSE IS *TINGLING* AGAIN... SOMETHING'S DEFINITELY SCREWY AROUND HERE.

JUST THOUGHT OF SOMETHING...BETTY ASKED ME FOR A *DATE* TONIGHT... AND I DIDN'T GIVE HER AN *ANSWER*.

ON TOP OF THAT, I REALLY HAVEN'T INSISTED THAT WE *NOT* SEE EACH OTHER.

DESPITE HER SEPARATION, SHE'S STILL *MARRIED*. BESIDES, I DON'T KNOW IF I STILL *CARE* ABOUT HER AS I ONCE DID.

I JUST DON'T WANT TO MAKE ANY MORE *RASH DECISIONS!*

I ALMOST *COMMITTED* MYSELF TO MARRYING MARY JANE.

THANK GOODNESS SHE HAD THE SENSE TO *REJECT* ME!

HMMM. I WONDER WHAT *SHE'S* DOING NOW?

IS SHE *DATING* SOMEONE ELSE? DOES SHE *THINK* ABOUT ME AT ALL?

SOMETIMES I WONDER WHAT IT IS SHE *DOES* THINK ABOUT.

IN *ALL* OUR YEARS TOGETHER, I DON'T BELIEVE I EVER REALLY UNDERSTOOD HER.

WHENEVER WE'D GET *SERIOUS*, SHE'D PUT ON HER "HI, ISN'T LIFE WONDERFUL" ROUTINE, THEN JIGGLE OFF.

I KNOW SHE'S A *CARING* PERSON...BUT WHY DOES SHE HIDE HER TRUE EMOTIONS UNDER THAT VEIL OF *FLAKINESS?*

MAYBE I'M READING IN TOO MUCH... MAYBE SHE REALLY *IS FLAKY!*

I JUST DON'T KNOW... I ALWAYS HAVE TOO MANY *QUESTIONS* AND NEVER ENOUGH *ANSWERS*--HEY!

SOMETHING COMING UP FAST BEHIND ME!

CAN'T *WHIRL* IN TIME... GOTTA *DUCK!*

BUT *WHO'S* FAST ENOUGH TO MOVE IN ON ME SO QUICKLY?

I DON'T BELIEVE IT-- *CAPTAIN AMERICA?!!*

MAYBE NOW I CAN GET SOME *ANSWERS.*

MAYBE *NOT*...HE DOESN'T LOOK PARTICULARLY *PLEASED.*

DIDN'T YOU SEE THE *POSTED SIGNS,* SPIDER-MAN?

YOU'RE *NOT* SUPPOSED TO BE HERE.

NOT *YOU,* TOO.

WHAT IS THIS--? A *CONSPIRACY?* C'MON, WHAT *GIVES* HERE?

WHAT IF I PROMISE ON THE SUPER-HERO ETHICS BOOK NOT TO TELL?

I ASKED YOU TO QUIETLY *LEAVE.* DON'T FORCE ME TO *REMOVE* YOU!

C'MON, WING-HEAD. GET OFF YOUR *HIGH HORSE.* THIS ISN'T YOUR EVERYDAY *JOE* ASKING QUES-TIONS...

YOU *KNOW* ME...WE'VE *FOUGHT* ALONGSIDE EACH OTHER.

I'VE TOLD YOU MORE THAN I'M *PERMITTED* TO.

NOW GO--*BEAT IT!*

YOU'VE *BLOWN* IT, CAP...

I'VE BEEN *PUSHED* AROUND TOO MUCH THESE PAST *YEARS!*

NOW NOT EVEN *YOU'RE* GONNA SHOVE ME ASIDE WITHOUT SO MUCH AS AN EXPLANATION!

CAPTAIN AMERICA STANDS FAST...HIS JAW FIRM, HIS EYES RESOLUTE. THAT SPIDER-MAN IS STRONGER THAN HE MEANS NOTHING TO THE STAR-SPANGLED AVENGER.

HE HAS FOUGHT OTHER FOES MORE POWERFUL...AND ALWAYS BEFORE HAS THE LIVING LEGEND OF WORLD WAR TWO BEEN VICTORIOUS!

KLANG!

I WANNA KNOW WHAT'S GOING DOWN HERE, CAP...

AND I MEAN TO FIND OUT--EVEN IF I HAVE TO TEAR THE INFO RIGHT OUT OF YOU!

I SAID NO, WEB-SLINGER.

AND CAPTAIN AMERICA MEANS WHAT HE SAYS!

OBOY... THAT SHOULD TEACH ME TO KEEP MY GUARD UP!

WOTTA YA KEEP IN THOSE GLOVES, CAP--?

PINT-SIZED A-BOMBS?

LISTEN, SPIDER-MAN--IF YOU *TRUST* ME, YOU'LL *LEAVE* THIS AREA AT ONCE.

YOUR *PRESENCE* HERE IS ONLY AN *INTERFERENCE*.

FURTHERMORE, YOU'RE IN *DANGER* EVERY MOMENT YOU STAY. GO...*FAST* AS YOU CAN...

THAT IS *ALL* I CAN SAY.

SOMETHING *IS* WRONG, AND WHATEVER IT IS--IT'S GOTTA BE A *DOOZY*.

I'VE NEVER SEEN CAP SO WROUGHT-UP... I ACTUALLY THINK HE'S TRYING TO *PROTECT* ME.

ARE YOU *LEAVING*?

OR MUST I--

HEY, *HEY*! KEEP YOUR *STARS* ON, BLUE-EYES.

I *KNOW* WHEN I'M NOT WANTED.

HECK, I'VE BEEN ON THE "*LEAST WANTED LIST*" FOR YEARS NOW.

CLOSED

DINER

*KEEP* YOUR MYSTERY TO YOURSELF...I'VE GOT ENOUGH *PROBLEMS* OF MY OWN.

DON'T LET YOUR *WINGS* MOLT, CAP.

I'M TRULY *SORRY* ABOUT THIS, SPIDER-MAN... I UNDERSTAND YOU WANT TO *HELP*...

...BUT I'VE ABSOLUTELY *NO CHOICE* IN THIS.

YOU MAY NOT *KNOW* IT... BUT BY LEAVING...YOU JUST MAY HAVE *SAVED* YOUR LIFE.

THIS OPERATION MUST BE KEPT *TOP SECRET*. IF EVEN A *WORD* ABOUT THIS LEAKED OUT--

--IT COULD CREATE PANIC-- *EVERY-WHERE!*

AMERICA TO *SHIELD*... ALL IS NOW CLEAR. ANY *SIGN?*

NO LUCK, CAP. ONLY PLACE STILL UNCHECKED IS THE *POWER PLANT* ON THE HILL.

*I'LL* COVER IT, GUYS... WISH ME *LUCK*.

IF I FAIL... I MAY *NOT RETURN!*

*SHOWING LITTLE CONCERN FOR PERSONAL SAFETY, HE RACES AHEAD...*

...KNOWING FULL WELL HE MAY HAVE TO *SACRIFICE* HIMSELF THAT *OTHERS* MAY LIVE.

STOP

CLOSED

*FOR MORE THAN THIRTY YEARS, HE HAS PUT HIS LIFE ON THE LINE TIME AND TIME AGAIN...*

*HE IS CAPTAIN AMERICA.*

*AND THERE IS NO BETTER.*

DOOR'S *MELTED* THROUGH... HE'S *HERE!*

THIS HAS TO BE DONE PERFECTLY... OR THE *CHILD* MAY BE HURT.

YET THERE'S NO TIME TO LOSE... OR HE WILL *DIE!*

CAP REMEMBERS HIS **BRIEFING**... REMEMBERS HOW IT BEGAN OUTSIDE THE LOS ANGELES MANSION OF ROBERT STARR, THE MOVIE IDOL...

DADDY, ARE **WE** GOING TO ENGLAND WITH YOU?

I WISH YOU **COULD**, BARRY... BUT I'LL ONLY BE THERE A **WEEK** FOR SOME LOCATION SHOTS.

BESIDES, I BELIEVE YOU HAVE **SCHOOL**, AND...

DADDY!

**BARRY!**

**RATS** WERE SUPPOSED TO LIVE IN THE **SLUMS**...NOT IN THE BACKYARD OF THE RICH AND FAMOUS. YET--

**TESTS** WERE TAKEN AND STARR'S DOCTORS SUGGESTED THE CHILD BE SENT TO A NEW YORK **SPECIALIST**...

**BUT HE NEVER ARRIVED**...

"I DEMAND **ONE MILLION DOLLARS**, OR YOU WILL **NEVER** SEE YOUR SON AGAIN."

OH, BOB, THEY **HAVE** BARRY... WHAT DO WE DO NOW?

**IT WAS A GRIM SITUATION MADE EVEN MORE DESPERATE WHEN STARR'S LOS ANGELES PHYSICIANS RECEIVED THEIR FINAL LAB REPORTS...**

JOHN, LOOK AT THIS-- IT **CAN'T** BE TRUE!

THERE WERE **TWO** CASES LAST YEAR IN CALIFORNIA... THREE THE YEAR BEFORE THAT, ONE **DIED**... THE REST RESPONDED TO TREATMENT.

AND THEY THOUGHT THEY **ISOLATED** THOSE CASES...

BUT THERE'S NO WAY TO ISOLATE A DISEASE AS **DEADLY** AS THIS.

THE DOOR IS LOCKED, AND THIS IS NO TIME FOR SUBTLETY. THEREFORE, A MOMENT LATER, CRASHING THROUGH A DOOR MADE OF THREE-INCH SOLID MAPLE...

SKRAKK

...IS THE POWERFUL FIGURE OF CAPTAIN AMERICA!

LIGHT IS NOW OFF, YET I SAW ITS GLOW PEEKING THROUGH THE DOOR SADDLE JUST A MOMENT AGO.

SOMEONE JUST PLUNGED THIS ROOM INTO DARKNESS, A DELAYING TACTIC?

SOFT BREATHING AHEAD OF ME... NOT A FULL-GROWN ADULT.

BARRY STARR?

IS THAT YOU?

WHO'S THERE...I DON'T SEE ANYONE.

MY NAME IS CAPTAIN AMERICA... HAVE YOU HEARD OF ME?

CAP?! YOU BET! DID MY DADDY PAY YOU TO RESCUE ME?

UNDOUBTEDLY, YOUNGSTER, THOUGH IT--}cough{ WAS A FRUITLESS ATTEMPT.

HE SHALL NOT LIVE LONG ENOUGH TO CELEBRATE HIS SUCCESS!

OUR MYSTERIOUS KIDNAPPER, I SUPPOSE?

INDEED.

NOT MY STANDARD OPERATING--}cough{-PROCEDURE, BUT AN EASY WAY TO GET SOME POCKET CHANGE!

THIS IS ALL FOR MONEY?

YOU MANIAC!!! DO YOU REALIZE WHAT YOUR MISERABLE GREED HAS DONE?

INDEED I HAVE, FOOL. IN ADDITION, TO-}cough{- THE 25 GRAND I AM GETTING TO DESTROY THIS POWER STATION...

I WILL BECOME AN INSTANT MILLIONAIRE!

WHILE *YOU* HAVE MADE THE DEADLY MISTAKE OF GRABBING *ELECTRO-- THE LIVING DYNAMO!*

UNGGHHH!

ZWAT

FOR TOO MANY *YEARS*, YOU SO-CALLED HEROES HAVE GOTTEN IN MY WAY.

BUT I SWEAR-- NO MORE! *NEVER AGAIN!*

INDEED, NOW THE TIDE HAS *TURNED*...

NOW IT IS ELECTRO'S TURN TO EMBRACE SUCCESS.

ONCE I AM *DONE* WITH YOU, I SHALL CLAIM THE MILLION-DOLLAR *RANSOM*...

RID MYSELF OF THIS POWER STATION AND THEN *RETIRE*... WITH THE SWEET FRUIT OF *VICTORY*.

I SHALL LIVE IN A MANNER FIT FOR A TRUE *KING OF CRIME!*

NOT IF THE *TAX PEOPLE* DON'T GETCHA FIRST.

YOU *KNOW* HOW THEY HATE IT WHEN THEY DON'T GET *THEIR* SHARE OF THE POT.

SPIDER-MAN?

SHUCKS, YOU *REMEMBERED* ME.

SUCH *DEVOTION* COMING FROM A CLOWN LIKE YOU MAKES ME FEEL ALL *WARM* INSIDE.

YOU *DIDN'T* LEAVE?

I SHOULD BE *ANNOYED*...

*WHOMP!*

BUT I HAVE TO ADMIT I'M ALMOST *PLEASED* YOU'RE HERE.

YOU CERTAINLY KNOW HOW TO TURN A GUY'S HEAD WITH *COMPLIMENTS*, CAP!

*WHAT?* YOU DODGED MY BOLT? BUT I WAS *BEHIND* YOU!!

HOW DID YOU *KNOW*--?

YOU WANT ME TO GIVE AWAY *ALL* MY SPIDER-SECRETS, SPARKY? *SHAME* ON YOU!

*BAH!* ONE WAY OR ANOTHER, I'LL *FRY* YOU BOTH!

YOU *CAN'T* ESCAPE A MAN WHOSE VERY *TOUCH* MEANS *INSTANT ELECTRICAL OBLITERATION!*

*GIVE UP*, ELECTRO!

"GIVE UP?" IS *THAT* HOW YOU GET THESE WHOOPIE-DO BAD-GUYS TO *SURRENDER?*

THWIP

AND ALL THIS TIME I'VE BEEN *WASTING* WITTICISMS AND WEB-FLUID IN FIGHTING THESE CLOWNS.

IF ONLY I HAD KNOWN CRIME-BUSTING WAS SO *SIMPLE!* *SHEESH!*

DON'T *JOKE,* SPIDER-MAN--ELECTRO HAS TO BE *STOPPED*-- IMMEDIATELY!

WHY THE *RUSH,* WINGS? YOUR *CAR* PARKED OVER-TIME?

SPONG!

I'LL EXPLAIN *AFTERWARDS.*

NOW, WHILE HE'S STILL *STUNNED!*

STAND 'EM UP, SMASH 'EM *DOWN!*

WE MAKE A GREAT *TEAM,* CAP! LIKE *ABBOTT AND COSTELLO!*

SPOK!

HURRY, CALL FOR THE *MEDICS--*

HUNH?

YOU *DID* IT! YOU *FLATTENED* THAT CREEP! *WOW!!*

*YOU'LL* NEED AN INNOCULA-TION, TOO.

THEY *STUNNED* ME, KID--NOTHING MORE! -cough-

ELECTRO DOESN'T EASILY *FALL.*

*DON'T!* YOU FOOL.

DON'T *PLEAD* WITH ME, DOLT, JUST STAND -cough-cough- BACK... I'VE GOT TO *DEMOLISH* THIS JOINT IN THREE MINUTES.

THEN I--I'M USING THIS -cough- KID AS MY *PASSPORT* OUT OF HERE.

THAT'S WHERE YOU'RE *WRONG,* MISTER.

THE *ONLY* PLACE YOU'LL GO WITH THAT CHILD IS TO YOUR *GRAVE!*

GRAVE? AREN'T YOU THE LEAST BIT *MELODRAMATIC,* WINGS?

-cough-cough- W-WHAT *DO* YOU *MEAN?*

C'MON, YOU'VE *SEEN* THE *SHIELD AGENTS* EVERYWHERE...YOU KNOW THEY'VE GOT THIS POWER STATION *SEALED OFF.*

WHY SUCH AN *ELABOR-ATE ROUTINE* FOR A SIMPLE *KIDNAPPING?*

THIS IS *BIGGER* THAN YOU REALIZE --THAT CHILD MAY VERY WELL BE *KILLING YOU.*

WHEN YOU *KIDNAPPED* HIM, HE WAS ON HIS WAY TO SEE SOME *MEDICAL SPECIAL-ISTS!*

DON'T YOU UNDER-STAND YET? *BARRY STARR HAS THE PLAGUE!*

THE *WHAT?*

*NO!* YOU'RE *LYING!*

YOU *CAN'T* BE SERIOUS!

CAN'T I?

WOW! NOW IT ALL MAKES *SENSE! THAT'S* WHY YOU DIDN'T WANT ME HANGING AROUND.

SO, SURE AS *SHOOTING*, SPIDEY BLUNDERS RIGHT ON IN.

THE P-PLAGUE? OH, MY SWEET HEAVEN -> cough-cough <-!

YOU *AREN'T LYING? IT'S TRUE!*

*AGGGHH!* GET AWAY FROM ME, YOU LITTLE *TWERP!*

*GET AWAY!*

*NO!* I WON'T LET THAT *HAPPEN!*

*ZAK*

I WON'T *DIE*-- NOT BECAUSE OF THAT!!

*FORGET* HIM, SPIDER-MAN. I'VE GOT BARRY. LET'S GET *OUT* OF HERE FAST!

BUT HE'S *RUNNING!*

IT'S ALL MY *FAULT!* I SHOULD HAVE BEEN *CONTENT* WITH THE $25,000 TO DESTROY THIS PLACE.

BUT NO-- I WANTED *MORE!*

THE *CONTROLS!* THIS IS WHAT I NEED NOW.

I'VE GOT TO *SIPHON* THIS STATION'S ELECTRICITY INTO ME!

IT WILL GIVE ME *STRENGTH!*

-> cough <- GIVE ME ENOUGH *POWER* TO BURN AWAY THE PLAGUE!

*ENOUGH POWER TO MAKE ME INVINCIBLE!*

I FEEL THE POWER COURSING THROUGH ME... CLEANSING ME!

WITH EVERY MOMENT I'M BECOMING STRONGER!

THOSE FOOLS THOUGHT I WAS HELPLESS! BAH! I'LL SHOW THEM BY--WHAT?!

TOO MUCH POWER SHOOTING INTO ME!

I--I CAN'T TAKE ANY MORE!

GOOD HEAVEN! I CAN'T DISCONNECT!

I--I'M OVERLOADING!

BARROOMM!

HUNH? WE JUST MADE IT!

ANOTHER MOMENT MORE, AND WE'D'VE BEEN BLASTED TO BEANS.

HOW DID YOU KNOW?

HE WAS HEADING TOWARD THE GENERATOR ROOM!

AND I HAD A HUNCH THE POOR FOOL WOULD BE GREEDY TO THE END!

SOMETIME LATER...

WELL, I FOUND MY *SHIELD* BURIED UNDER THIS RUBBLE.

BUT THERE'S *NO SIGN* OF ELECTRO.

SOMETHING TELLS ME HE WENT TO THAT *BIG GENER-ATOR* IN THE SKY.

ANY WORD ON THE *KID?*

YEAH, WE GOT 'IM TO THE *DOCS* IN TIME! IN A COUPLE 'A WEEKS...

...HE'LL BE GOOD AS *NEW.*

YOU GOT *YOUR* SHOTS, SPIDER-MAN?

YEAH, THAT'S ALL *BEHIND* ME NOW... AND I *DO* MEAN BEHIND!

I'LL BE *REMEMBERING* THIS EVERY TIME I *SIT DOWN!*

SIR, THERE IS A *POWER SHORT-AGE* REPORTED ALL THROUGH THE *AREA.*

OFFICIALLY, IT'S AS FAR SOUTH AS *NEW JERSEY.*

WE'LL NEED A *COVER STORY* FOR THE MEDIA. THEY'LL WANT TO KNOW WHAT *HAPPENED* UP HERE.

HMMMM. WHY DON'T WE TELL 'EM WHAT WE DID *LAST* BLACK-OUT, DURING THE 'GODZILLA' AFFAIR.

YEAH, TELL 'EM IT WAS *LIGHT-NING!*

THEY BOUGHT IT THEN... THEY'LL BUY IT *NOW!*

QUESTIONS? DON'T WORRY! ALMOST EVERYTHING WILL BE ANSWERED

**NEXT ISSUE: MAYHEM BY MOON-LIGHT!**

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# the AMAZING SPIDER-MAN®

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Cockrum/austin

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

# Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

MARV WOLFMAN. WRITER/EDITOR · KEITH POLLARD. LAYOUTS · MIKE ESPOSITO. FINISHES · J.NOVAK. LETTERER · B.SHAREN. COLORIST · JIM SHOOTER CONSULTING ED.

## THE JIGSAW IS UP!

LAST ISSUE, WE SAW ELECTRO CREATE A BLACKOUT IN NEW YORK. NOW WE LEARN WHY!

WE PICK UP ON THE EXACT MOMENT DARKNESS STRIKES MANHATTAN... AND AN UPTOWN CRYONICS HOSPITAL...

GAS THESE FOOLS -- FAST!

WE HAVE ONLY SIXTY SECONDS BEFORE THE HOSPITAL'S EMERGENCY GENERATOR CUTS IN -- AND THE ALARMS GO OFF!

WHO ARE YOU? WHY ARE YOU... CHOKE...

LG 203

THIS STUFF WORKS *FAST*... LIKE THE *BOSS* SAID.

CAN THE *CHATTER*, NUMBER TWELVE! *MOVE IT!*

FORTY-FIVE SECONDS LEFT!

WE NEED *EVERY* SECOND OF IT!

HURRIED FEET RUSH THROUGH THE HOSPITAL-GREEN CORRIDORS TOWARD *ONE* PARTICULAR ROOM...

C'MON! *C'MON!* THIS IS THE PLACE!

UNHOOK THE *CANNISTER!* THIRTY SECONDS LEFT!

WHAT'S THE *DELAY?!*

LIFE SUPPORT SYSTEMS ARE *SCREWED IN* TOO TIGHT--*GOT IT!*

BLAST! WE'RE LOSING GROUND!

HOW'S JAMESON?

*HE'LL* COME OUTTA THIS ALIVE! THAT'S MORE THAN I CAN SAY FOR *YOU*-- IF YOU DON'T GET THE *LEAD OUT!*

I'VE SIGNALLED THE *BOSS* THAT WE GOT THE PIGEON. LET'S *SPLIT!*

WATCH IT, YOU FOOLS! WE DON'T WANT ANYTHING *HAPPENING* TO HIM.

CRYONICS

LOOK, THE LIGHTS ARE ON. WE *DID* IT!

CHOKE-- CHOKE-- *STOP THEM!*

THEY STOLE *JOHN JAMESON'S BODY!*

BUT IT IS ALREADY **TOO LATE**, FOR THE TRUCK TURNS ON TO THE **CROSS-BRONX EXPRESS-WAY** TOWARD WESTCHESTER...

ALTOGETHER AN **AUSPICIOUS** OPENING. NOW, LET'S LOOK IN ON ANOTHER NEW YORK HOSPITAL, SEVERAL HOURS LATER...

DON'T LOOK SO **GLUM**, DEAR. I'LL BE ALL RIGHT.

THERE'S **STILL** A LOT OF **LIFE** LEFT IN THESE OLD BONES.

BUT IT'S **YOU** I'M WORRIED ABOUT. WHO WILL LOOK AFTER YOU? WHO WILL MAKE SURE YOU **EAT** PROPERLY?

I'LL TAKE CARE OF MYSELF, AUNT MAY. AFTER ALL, I HAD THE **BEST TEACHER** IN THE WORLD TRAINING ME.

BESIDES, SOON YOU'LL BE YOUR **CHIPPER** SELF AND **OUT** OF THE NURSING HOME.

SHE'S SO THIN... SO **FRAIL**. I'VE NEVER SEEN HER THIS **WEAK** BEFORE.

I... I SOMETIMES **FORGET** YOU'RE NOT THE LITTLE BOY I WATCHED **SCAMPERING** ABOUT OUR OLD HOME.

PETER, IT MAKES ME SO **PROUD** TO SEE YOU SO GROWN UP AND **HANDSOME**.

YOU'LL GET WELL, YOU'VE **GOT TO!**

A-AUNT MAY, I-- I **LOVE** YOU... I'LL **ALWAYS LOVE YOU.**

DRY THOSE **TEARS**, DEAR...

DIDN'T YOU SAY I'LL SOON BE WELL? WE BOTH HAVE TO **BELIEVE**, THAT, DON'T WE?

SNIFF... YOU'RE ONE IN A **MILLION**, AUNT MAY... THE **BEST ANYWHERE!**

NOW, NOW DEAR, **FLATTERY** WILL ONLY TURN THIS OLD FOOL'S **HEAD.**

IF YOU WANT ME TO **FEEL** BETTER, GO OUT, **ENJOY** YOURSELF.

**LIFE** IS FOR THE **YOUNG**... IF YOU LET IT PASS YOU BY NOW, YOU'LL **NEVER** HAVE ANOTHER CHANCE.

GO, DEAR... "THE STRONG AND THE FEARLESS" IS ON TV, AND I WANT TO **WATCH** IT.

I-I'LL **NEVER** FORGET YOU, AUNT MAY!

OF **COURSE** YOU WON'T. I'LL **CALL** EVERY NIGHT TO FIND OUT WHAT YOU'VE HAD FOR **SUPPER.** NOW, **SCOOT!**

IT IS A **MOROSE** PETER PARKER WHO LEAVES NEWHOPE MEMORIAL HOSPITAL...

C'MON, PETE, **CHEER UP!**

YOUR AUNT WILL BE GIVEN THE **BEST CARE** SHE CAN GET!

SHE **DESERVES** THE BEST... BUT SOMEHOW I THINK I'M **FAILING** HER.

AND AFTER EVERYTHING SHE'S DONE FOR **ME!**

PETER, YOUR AUNT SAID **ENJOY** YOURSELF...

AND I'M GOING TO **SEE** TO IT THAT YOU DO.

BETTY MAKES SOME MYSTERIOUS **PHONE CALLS**, WHICH GIVES US TIME TO TRAVEL DOWN TO THE **DOCKS**...

I SAID YOU WERE A **COWARD.**

COWARD, AM I? YOU **FILTH!** HOW DARE YOU SPEAK THAT WAY TO **JIGSAW?**

I'M NOT AFRAID OF ANY **ORDINARY** MAN.

**BOK!**

BUT THOSE **SUPER TYPES**... THEY'RE SOMETHING DIFFERENT. THEY'RE **TOO BLASTED DANGEROUS!**

THAT'S WHY YOU'RE **GIVING UP?** THROWING IN THE **TOWEL!**

LOUIE'S RIGHT, JIGSAW! WE HAVEN'T **ROBBED** ANYTHING IN WEEKS.

GLOBE

**SPIDER-MAN BATTLES ELECTRO**

YOU'RE OUR **BOSS**, JIGSAW. **LEAD US!**

N-NO... NOT NOW... I DON'T WANT TO MEET **HIM** AGAIN...

DON'T WANNA GET TANGLED UP WITH...

JIGSAW... WE WANT **ACTION!**

A-ALL RIGHT... I'LL **LEAD** YOU TONIGHT...

BUT I SWEAR IT'LL BE A HEIST WHERE WE **WON'T** MEET ANY OF THOSE COSTUMED CREEPS. **GOT THAT?**

THERE IS A **COOL** EVENING BREEZE AS PETER PARKER AND BETTY LEEDS FIND THEMSELVES DOWN BY THE 42ND STREET PIER...

BOARD LINE

BETTY WAS RATHER ***INSISTENT*** WE ALL COME.

VOILA! A ***MIDNIGHT CRUISE*** AROUND MANHATTAN!

I SAID I WAS GOING TO HAVE YOU ***ENJOY*** YOURSELF, MR. PARKER.

HARRY AND LIZ... FLASH AND SHA SHANN? WHAT'S ***GOING*** ON HERE?

KNOCK IT OFF, HARRY. YOU WOULDN'T'VE ***MISSED*** THIS FOR THE WORLD.

MIDNIGHT CRUISE--? ***WHY NOT!??***

UHHH, WHAT'S THIS LITTLE ***EXCURSION*** SETTING ME BACK, BETTY?

ABSOLUTELY ***NOTHING!*** THIS IS ON YOUR ***FRIENDS.***

IT IS? ***WHAT*** FRIENDS?

JUST ***KIDDING*** THERE, PETE.

HARRY, YOU'RE LOOKIN' ***GOOD.*** YOU AND LIZ SET THE ***DATE***, YET?

YOU ***KNOW*** THIS MAN OF MINE, PETE...HE CAN'T DECIDE WHICH ***SHOE*** TO TIE FIRST.

AW, C'MON, LIZ. I'M NOT ***THAT*** BAD... AM I?

RING

LET'S ***MOVE*** IT... THAT'S THE ***BELL.***

I'M NOT LETTING THIS SHIP TAKE OFF ***WITHOUT*** ME.

***SUDDENLY...*** ***HUNHH?*** MY ***SPIDER-SENSE*** -- IT'S WARNING ME OF... ***DANGER?***

THERE'S ***NOTHING*** WRONG HERE ... MY NERVES MUST BE ***FRAZZLED*** FROM WORRYING ABOUT AUNT MAY.

LOOK, PETER, IT'S ***MARY JANE.*** SHE'S WITH BRAD DAVIS, E.S.U.'S STAR ***QUARTERBACK.***

LOOKS MORE LIKE A ***CRO-MAGNON*** TO ME.

ISN'T HE THE ONE WHO CHEWS ***TREES*** FOR BREAKFAST?

THE **CALM** OF THE WAITING SEA IS IN DIRECT **CONTRAST** TO THE **TURBULANCE** IN THE DAILY BUGLE...

IT'S NOT FAIR, CURSE IT ALL-- ***IT'S NOT FAIR!***

WHY WOULD ANYONE WANT TO ***KIDNAP JOHN?***

CALM DOWN, JONAH. YOU'LL GIVE YOURSELF A ***HEART ATTACK!***

LORD, MAYBE I ***DESERVE*** IT. WHAT HAVE I DONE SO ***WRONG***, JOE?

WHAT AM I STAYING ***HERE*** FOR? I'VE GOT TO GO TO THE ***HOSPITAL--!***

NO, JONAH... YOU'RE COMING WITH ***ME!***

NOTHING CAN BE DONE FOR JOHN, NOW. ***YOU'RE*** THE ONE NEEDING HELP!

THE ***RAINBOW GRILL*** ATOP THE R.C.A. BUILDING IN ROCKEFELLER CENTER OFFERS A SPECTACULAR 360 DEGREE VIEW OF MANHATTAN...

I LOVE THAT BOY, JOE... EVER SINCE MY ***WIFE*** DIED, I'VE BEEN MOTHER AND FATHER TO HIM... ***CARING*** FOR HIM... WATCHING HIM ***GROW...***

FOR SOME REASON, JOHN'S BEEN ***CURSED*** ...FIRST HE TURNS INTO A MINDLESS ***MONSTER***... NOW HIS ***BODY*** HAS BEEN ***KIDNAPPED!***

***SPIDER-MAN!*** IT MUST BE ***HIS*** FAULT!

JONAH, I DON'T HAVE TO TELL YOU I ***RESPECT*** YOU. YOU'RE THE BEST NEWSPAPER PUBLISHER THIS TOWN HAS EVER ***SEEN.***

BUT I'LL BE ***HANGED*** IF I LET YOU BLAME THIS ON SPIDER-MAN.

HE MAY BE YOUR ***PET HATE***... BUT KEEP HIM ***OUT*** OF THIS.

ALL RIGHT, JOE, WHAT NOW? DO I WAIT FOR A ***RANSOM NOTICE?*** WHAT IF IT ***DOESN'T*** COME?

WAIT! JONAH, YOU'RE SITTING ATOP THE MOST EXTENSIVE ***INVESTIGATIVE REPORTING TEAM*** IN THE COUNTRY.

WE SEND OUT OUR MEN, WE ***FIND*** YOUR SON. ***THAT'S*** WHAT WE DO.

D-DO YOU THINK WE HAVE A ***CHANCE?***

DO ***YOU?***

DANG RIGHT WE DO!

I DON'T PAY YOU TO ***DAWDLE***, ROBERTSON! ***C'MON!***

WE'VE GOT ***WORK*** TO DO!

AND NOW, ALL ABOARD THE CHECKER-BOARD LINES' MIDNIGHT CRUISE...

ALL RIGHT, PETER, WHAT'S WRONG? YOUR FACE IS SO LONG IT'S DRAGGING THE DECK.

IT'S SO OBVIOUS?

CHECKERBOARD LINES

WELL... BETTY, IT'S US!

US? WHAT ABOUT US?

THAT'S JUST IT-- THERE ISN'T ANY US... THERE CAN'T BE ANY US!

WHEN YOU CAME BACK, I SORTA WONDERED ABOUT GETTING BACK TOGETHER.

BUT IT ALWAYS CAME DOWN TO THIS-- YOU'RE MARRIED!

SEPARATED, PETER. I LEFT NED. THERE'S NOTHING WRONG IN PICKING UP SOMETHING THAT SHOULD NEVER HAVE BEEN DROPPED.

P-PETER, I NEED YOU... I'M FRIGHTENED ABOUT ALMOST EVERYTHING... BEING ALONE, STARTING UP ALL OVER AGAIN...

PLEASE, DON'T YOU REJECT ME, PETER.

WELL, WELL, LOOK WHO'S BACK IN TOWN-- MRS. LEEDS!

MARY JANE? I, I-- UHHH...

HOW'S IT GOING, TIGER...? OR MAYBE I SHOULDN'T ASK!

BROWN-EYES, MEET BRAD DAVIS. BRAD, THIS IS PETER PARKER. I TOLD YOU ABOUT HIM.

PARKER! NICE MEETING YOU, BUD!

THE SAME... I THINK.

FUMP!

HI, MARY JANE. DID YOU HEAR ABOUT NED AND ME?

NO, MY DEAR. WHY NOT TELL ME ALL ABOUT IT.

THAT CRUISE SHIP-- THAT'S OUR TARGET.

NICE EASY PICKINGS! AND NO WORRIES!

WHATEVER YOU SAY, JIGSAW. YOU'RE THE BOSS!

WELL, PETER AND MARY JANE ... WHAT DO YOU THINK'S GONNA **HAPPEN?**

I DON'T **KNOW**, BUT I'M SURE NOT GONNA **MISS** THIS.

SO, TELL ME, HOW'VE YOU BEEN **DOING?**

**INCREDIBLE**, OF COURSE. GOT THREE **MODELLING** GIGS COMING UP. AND YOU?

WELL, I ALMOST **GRADUATED...**

UMM. I HADN'T **HEARD.**

WELL, I, UHH-- LOOK, I'VE GOTTA GET BACK TO THE **OTHERS.** SEE YOU AROUND?

MAYBE, TIGER... **MAYBE!**

YEAH... I MAY BE **BUSY**, TOO!

SEEYA, PARKER!

SO THAT'S THE FAMOUS PETER PARKER? HE REALLY **IS** A ZERO!

**TWO** ZEROES... WITH A **ONE** BEFORE 'EM!

HEY, C'MON, TIGER, LET'S GET SOME **GRUB!** I'M **FAMISHED!**

I **TOLD** YOU IT WOULDN'T WORK, LIZ.

OH, I DON'T **KNOW** ABOUT THAT, HARRY. PETER **LOOKED** LIKE HE WANTED TO SAY SOMETHING, BUT HE **CHICKENED** OUT.

ANYWAY, I STILL THINK I WAS RIGHT IN TELLING MJ ABOUT TONIGHT.

THE FACT SHE **SHOWED UP** PROVES THAT.

LET'S GET BACK TO THE **GANG**... I DON'T WANT PETER GETTING **SUSPICIOUS.**

LIZ! LOOK, A **HOOK** JUST LATCHED ONTO THE RAIL!

SOMETHING'S **BOARDING** US!

I **KNEW** WE SHOULDN'T HAVE SEEN **JAWS 2!**

A MOMENT LATER, SEVERAL MENACING-LOOKING FIGURES CLAMBER ABOARD...

P-PETER? WHAT ARE THEY *DOING* HERE?

ARCHIE! GET TO THE *CAPTAIN*, FAST! *CUT* ALL RADIOS!

EVERYONE ELSE, *SHUT UP* AND LISTEN TO EVERY WORD WE *SAY*!

I *KNOW* THE ONE WITH THE *SCARS*-- THAT'S *JIGSAW*!*

YOU JUST MAY *LIVE* THROUGH THIS ADVENTURE IF YOU BEHAVE.

*SPIDEY BATTLED JIGGY IN #162: M.W.

WHAT DO YOU THINK YOU'RE--

*SILENCE*, BLONDIE! OR YOU'LL VISIT *DAVY JONES' LOCKER-- PERMANENTLY!*

WE WANT *EVERY-THING*... MONEY, JEWELS, CREDIT CARDS-- YOU GOT IT, WE'LL *TAKE* IT.

*HURRY!* WE HAVEN'T GOT ALL *EVENING!*

ALL I HAVE IS *TEN DOLLARS!*

WRONG-- *WE'VE* GOT IT. *YOU'VE* GOT NOTHIN'!

IN THE *CONFUSION*, PETER PARKER MANAGES TO SLIP UNSEEN INTO THE DARK, SPREADING *SHADOWS*...

NO ONE *LOOKING* THIS WAY. GOOD. I *WON'T* BE MISSED.

BOSS, WE GOT ABOUT *THREE GRAND*. NOT BAD!

WHAT DID I *TELL* YOU? NO RISK, HIGH PROFIT. *EASY PICKINGS!*

C'MON, LET'S *MOVE* IT 'FORE THE *COAST GUARD* SHOWS UP!

LEMME SEE... *CAMERA'S* SET UP... MAYBE I CAN MAKE SOME *MONEY* ON THIS.

I HAVEN'T SOLD ANY *PIX* TO JAMESON IN *WEEKS!*

ONE: A SILENT WEB IS SHOT...

TWO: SOFTLY, IT SLIPS OVER TERRY O'CONNER, TWO-BIT HOOD.

THREE: TERRY TAKES HIS SATURDAY NIGHT BATH A WEE-BIT EARLY!

SPLASH

FOUR: JIGSAW BECOMES A MITE SUSPICIOUS.

WHAT WAS THAT? WHERE'S TERRY?

I DUNNO. HE WAS STANDING BY THE RAIL.

I--I DON'T LIKE THIS!

FIVE: SEE FOR YOURSELF!

SPIDER-MAN! OH NO-- NOT YOU-- AGAIN!

LIVE AND IN PERSON, SWEET-LIPS!

FIVE: WELL,

WANNA MAKE SOMETHING OF IT?

SHOOT HIM! KILL HIM!

IS THAT ANY WAY TO TREAT A GUY YOU HAVEN'T SEEN IN MONTHS!

BAM!

BAM!

WHERE'S THE "HELLO, HOW ARE YOU"S?

WHATEVER HAP-PENED TO OLD-FASHIONED COURTESY? SHEESH!

NOW, LISTEN TO ME AND LEARN.

HI THERE, MY NAME'S SPIDEY!

THUD

BAM!

WANNA SEE MY FOOT?

SILENCE HIM! HE'S NUTS!

"NUTS"! COME NOW, I'VE BEEN CALLED PSYCHOTIC, NEUROTIC, AND OFTEN LATE FOR DINNER...

BUT NUTS IS REALLY GETTING PERSONAL.

SPAM

SPIDER-MAN **WHIRLS**, HIS MIDDLE FINGERS CURL INTO HIS **PALM**, ACTIVATING HIS **WEB-SHOOTERS**...

DON'T YOU JOKERS REALIZE HOW MUCH BULLETS **COST** THESE DAYS?

IT'S GETTING SO YOU GOTTA ROB BANKS JUST TO **PAY** FOR YOUR AMMO.

THWIP!

N-NO MORE **JOKES**, CREEP. OR ELSE THE BROAD GETS **PLUGGED.**

LIZ!

NO, HARRY-- **GET BACK!**

SORRY, KID, YOUR **BOY FRIENDS** COMIN' WITH US!

**HEAR** THAT, WALL-CRAWLER? I GOT **TWO HOSTAGES!**

AND IF YOU PLAY ONE THE **WRONG** WAY, IT MIGHT **TRIGGER** HIS MIND, TURN HARRY BACK INTO THE **GREEN GOBLIN.**

I'VE GOT TO **CALM** HIM DOWN!

HARRY, GO WITH LIZ... SHE'LL BE **SAFE** WITH YOU THERE.

LIZ... ALL I CARE ABOUT IS LIZ.

*WITHIN MOMENTS, A SHAKY JIGSAW AND HIS TWO HOSTAGES LOWER THEMSELVES TO HIS BOAT...*

STAY WHERE YOU ARE FOR **TEN MINUTES**, SPIDER-MAN. 'TIL I'M **OUT OF SIGHT!**

IF I EVEN SEE A **HINT** OF YOU, THESE KIDS GET **WASTED.**

THERE GOES THAT **CRUMB.**

I'VE NEVER FELT SO **USELESS.** SPIDEY, WHAT ARE YOU--

DON'T **BOTHER**, FLASH-- SPIDER-MAN **TOOK OFF!**

HURRIEDLY, THE STRICKEN CRUISE SHIP RETURNS TO PORT...

THE **GIRLS** WILL TAKE A **CAB** HOME... LET'S FIND HARRY AND LIZ.

YOU GO **AHEAD**, FLASH. I'M CALLING **JAMESON**.

MAYBE HIS **CONNECTIONS** CAN HELP US.

GOOD, FLASH IS **GONE**. I HATED **LYING** TO HIM...

...BUT THAT GIVES ME A CHANCE TO **FADE**.

MAYBE PETER PARKER'S **USELESS** OUT ON THE STREETS...

...BUT **SPIDER-MAN** IS ALTOGETHER A DIFFERENT STORY.

WHEW! SOMETHING'S GOTTA BE **WRONG** WITH ME. I FELT **CLAUSTROPHOBIC** OUT THERE ON THE OPEN SEA...

...WHILE HERE, SANDWICHED BETWEEN A ZILLION **SKY-SCRAPERS**-- I FEEL **FREE!**

YEP, I'M DEFINITELY BECOMING A **COUCH CASE**... A HEAD-SHRINKER'S **SUMMER VACATION**.

MAYBE I'D BETTER KEEP MY MIND ON FINDING HARRY BEFORE IT'S TOO LATE.

HE'S **RECUPERATED** SO WELL AFTER THE GOBLIN* AFFAIR THAT I **DON'T** WANT ANY SETBACKS.

**THWIP!**

HMM... I'M GETTING A **SIGNAL** FROM THE DOCKS. JIGSAW DIDN'T GET AS FAR AS I **THOUGHT**.

*SPIDEY #'S 176-180. --MARV.

AND IF THAT ISN'T A **CUE** TO SEGUE OVER TO THE WEST SIDE PIER...

I **KNEW** I SHOULD NEVER HAVE GOTTEN **INVOLVED** WITH THIS.

**WHY** DID I LET MYSELF BE **TALKED** INTO THIS MADNESS?

B-BUT WHAT DO I DO **NOW**?

CAN'T TAKE THESE TWO **WITH** ME... I'LL NEVER GET A MOMENT'S REST!

THAT... THAT COSTUMED CRETIN WILL **DOG** MY TAIL TILL HE FINDS ME. BLAST SPIDER-MAN--**BLAST HIM!**

EVER SINCE OUR **FIRST ENCOUNTER** I'VE DREADED CROSSING HIS BLASTED PATH AGAIN.

PLEASE, **FREE** US...

**SHUT UP**, KID. DON'T TELL ME WHAT TO DO. I'M **SICK** OF BEING TOLD EVERYTHING.

M-MAYBE I SHOULD **KILL** YOU.

LISTEN, LET US **GO**. YOU'LL BE **CLEAR** BEFORE WE CAN TELL ANYONE.

I SAID **SHUT UP!** LET ME **THINK** THIS OVER!

OKAY, OKAY--**GO!** GET OUT OF HERE. BUT **DON'T** LOOK BACK OR I SWEAR I'LL **SHOOT!**

HARRY! THANK HEAVEN!

DON'T TALK, LIZ--**RUN!**

**HAH!** LOOK AT 'EM RUN! THEY **FEAR** ME. EVERYONE SHOULD FEAR JIGSAW.

A-ALL RIGHT NOW. LET'S TAKE THIS CALMLY. **RE-LOAD**, THEN SPLIT BEFORE THE WALL-CRAWLER SHOWS UP.

IN PRISON I **HEARD** FROM OTHERS ABOUT HIM. HE **CAN'T** BE HUMAN-- **HE CAN'T BE!**

MEANS I GOTTA **HIDE** UNTIL HE GIVES UP. YEAH... GOTTA **HIDE!**

MEANWHILE (HOW'S **THAT** FOR WAXING POETIC--?)...

CAN'T STOP **WORRYING** ABOUT HARRY.

CAN HE TAKE THE **STRAIN** WITHOUT BREAKING UP?

**RATS!** I SHOULD'VE **STOPPED** THAT SCARRED-UP PSYCHO WHEN I HAD THE **CHANCE**-- **HOLD IT!**

**BINGO!** I **LOVE** YOU, SPIDER-SENSES!

HARRY'S WITHIN A **BLOCK** OF HERE.

MOMENTS LATER...

FOLKS, YOU'RE **REALLY** OFF THE SIGHT-SEEING ROUTE!

THE ONE AND **ONLY**, MR. O!

**SPIDER-MAN!?!**

WHERE'D OUR FAVORITE GUN-HAPPY **HOOLIGAN** RUN OFF TO?

**AWAY...** AWAY FROM US, THANK GOODNESS! I-- I WAS SO **FRIGHTENED!**

HOW'D YOU FIND US SO **QUICKLY?**

'TWASN'T **DIFFICULT**, SON-- NOT WHEN YOU HAPPEN TO POSSESS A HANDY-DANDY **SPIDER-TRACER**, PATENT PENDING AND ONLY $19.99 FROM GUESS WHO?

BY THE WAY, MR. O -- YOU OKAY?

YES... OF **COURSE**. I WAS JUST **WORRIED** WHAT HE'D DO TO LIZ.

**THWIP**

THEN I'LL BE **SEEING** YOU. DON'T LET YOUR WEBS WILT.

ONCE MORE, THE WEB-WEAVING WONDER TAKES TO THE SKY IN SEARCH OF A FOE WHO THIS VERY MOMENT IS **SPEEDING AWAY...**

HE'S **AFTER** ME... I CAN SENSE IT! **BLAST!** I NEVER SHOULD HAVE GOTTEN **INVOLVED** WITH THIS!

HOW'D HE KNOW I WAS ABOARD THAT **CRUISE SHIP?**

SWEET HEAVEN, WHAT **IS** SPIDER-MAN? **WHAT IS HE?**

SUDDENLY, STABBING THROUGH THE DARKNESS, **SURROUNDING** THE HOT-WIRED, STOLEN VOLKSWAGEN...

OH **NO!** HE **FOUND** ME!

HOW DOES HE KNOW MY **EVERY MOVE?**

GOTTA GET AWAY FROM HIM... AWAY FROM THIS BLASTED **CITY!**

PANICKY, JIGSAW **FLOORS** THE GAS PEDDLE, SWERVES TO TURN ON TO THE WEST SIDE HIGHWAY. BUT--

NO! **NO!** **NO!**

**KRASH!**

**TOTALLED** THE CAR! HAVE TO **RUN!**

I GOT MY **GUN**... BUT CAN THAT **STOP** HIM? CRIPES, I **HOPE** SO.

DARK... HE SHOULDN'T BE ABLE TO **SEE** ME NOW--

THAT **SCRAPING SOUND?!!** IT MUST BE **HIM!**

HE'S **INHUMAN!**

GET AWAY, BLAST YOU! **GET AWAY FROM ME!**

**BAM!**

**BAM!**

NOTHING? DID I **GET** HIM?

MAYBE HE WAS **NEVER** THERE. NERVES?

YEAH... YEAH... GOTTA BE **NERVES!** CALM DOWN... PLAN MY **ESCAPE!**

**EYES!** HIS BLASTED EYES **STARING** AT ME!

HE'S LIKE SOME FORSAKEN **DEMON** IN THE NIGHT!

**DIE**, BLAST YOU! WHATEVER YOU ARE-- **DIE!**

THAT GOT HIM -- IT **HAD** TO!

**BLAM**

BETTER **SCRAM** ... JUST IN CASE.

HOW CAN ANY MAN FLEE FROM **FEAR?** IN THE VELVET DARKNESS, FRIGHTENINGLY OBSCENE **DEMONS** PLAY THEIR SINISTER HAND.

DARK-SHROUDED SHADOWS FAIRLY **LEAP** OUT AT THE FRIGHTENED FELON.

BLAM! BLAM! BLAM!

AND EVEN AS HE RACES UP THE GANGPLANK OF AN ANCHORED OCEAN LINER, HE **FIRES** INTO THE DARKNESS...

...AT A **TARGET** THAT IS NOT WHERE IT **SEEMS** TO BE.

LAST SHOT BARELY **MISSED**... GOTTA KEEP ONE STEP **AHEAD** OF THAT NUT.

OTHERWISE, IT'S BYE-BYE SPIDEY.

AND **THIS** IS NO TIME TO BUY THE FARM.

FOR THE FIRST TIME IN **YEARS**, I CAN COME AND GO AS I PLEASE WITHOUT BEING WANTED BY BOTH THE LAW AN' THE LAWLESS.

SPEAKING OF WHOM...

D-DON'T SEE HIM ANYWHERE. MAYBE MY **LAST** SHOT GOT HIM.

BETTER BE **SAFE**...STAY HERE TIL **MORNING**. HIDE IN THIS **CABIN**...

HE OPENS THE DOOR, **FLICKS** ON THE LIGHT SWITCH, AND...

HI. I DIDN'T KNOW I WAS GOING TO **SHARE** THIS ROOM.

**NO!**

IT **CAN'T** BE YOU!

YOU'RE RIGHT, IT'S **NOT**. I'M REALLY **THE INCREDIBLE HULK!**

OR MAYBE I'M THE **FANTASTIC FOUR!**

D-DON'T PLAY **GAMES** WITH ME, WALL-CRAWLER. I'VE GOT THE **GUN!**

AND I'VE GOT A **YO-YO!** SO WHAT?

JIGGY, WE BOTH KNOW YOU'VE GOT ONLY **ONE BULLET LEFT.**

AND THOUGH YOU CAN PUT A PRETTY FAIR-SIZED **HOLE** INTO EVERYONE'S FAVORITE SPIDER-MAN--

--FRANKLY I DOUBT IF YOU'RE **MAN** ENOUGH TO SHOOT WHEN YOU'RE **STARING** RIGHT AT ME.

CARE TO PROVE ME **WRONG?**

YOU'RE *INSANE!* I'LL BLAST YOU FROM HERE TO *BROOKLYN!*

HEY, QUIT *STARING* AT ME LIKE THAT.

Y-YOUR EYES... *STOP IT! STOP IT!*

I... I-- UHH...

I CAN'T DO IT... I CAN'T...

DON'T TAKE IT BADLY, JIGGY. *BETTER* MEN THAN YOU HAVE FAILED.

IN FACT, WHERE *YOU'RE* GOING, YOU'LL PROBABLY *MEET* SOME OF 'EM.

TELL 'EM "HI" FROM SPIDEY. WILLYA?

*MOMENTS LATER THE SOUND OF **SIRENS** RING THROUGH THE MIDTOWN STREETS...*

HEY LOOK, IT'S *JIGSAW*... THE ONE WHO *PIRATED* THAT CRUISE SHIP!

TRAPPED IN A *WEB.* SPIDER-MAN WAS HERE, I'LL WAGER.

TURN AROUND, BOYS -- THERE HE *GOES!*

THIS MUST BE A *PIECE* OF CAKE TO HIM. *WOW!*

WHAT I WOULDN'T GIVE FOR *POWERS* LIKE HIS. I WOULDN'T HAVE A *WORRY* IN THE WORLD! NOSIREE!

STOPPED JIGSAW, BUT I STILL GOTTA RAISE *MONEY* FOR AUNT MAY.

ONLY A COUPLE MORE *WEEKS* FOR MY LAST *COLLEGE COURSE.*

WHAT AM I GONNA DO ABOUT *BETTY BRANT?*

I WONDER WHAT *MARY JANE* IS DOING RIGHT NOW?

*OH NO!* I FORGOT MY *CAMERA* ABOARD THE CHECKERBOARD CRUISE SHIP. IT'S PROBABLY *LOST* FOR GOOD.

*NEXT ISSUE:* **MAYHEM BY MOONLIGHT!**

*A SHOCKING GUEST STAR!*

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MARVEL'S TV SENSATION!

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YOU'RE **HELPLESS,** JAMESON! NOTHING CAN SAVE YOU NOW!

WANNA BET, BUNKIE?

WHO IS THE MYSTERY MENACE?

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

# Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

MARV WOLFMAN / WRITER/EDITOR | JOHN BYRNE & JIM MOONEY / ILLUSTRATORS | J. NOVAK, G. WEIN, / LETTERS COLORS | JIM SHOOTER / CONSULTING EDITOR

## MAYHEM by MOONLIGHT!

THERE ISN'T MUCH TIME--

--BUT NOTHING'S GONNA MAKE ME MISS THIS!

AUNT MAY DESPERATELY NEEDS ME NOW, AND COME HELL OR HIGH WATER--

--SHE ISN'T GOING TO BE TRANSFERRED TO THAT PRIVATE NURSING HOME WITHOUT PETER PARKER AT HER SIDE!

HEY, STANLEY, STEVIE -- LOOK! IT'S SPIDER-MAN!

NO! NO! NOT THE ONE FROM THE T.V.--THE REAL ONE!

I WONDER WHICH CRIMINAL HE'S AFTER NOW?

I DON'T CARE WHAT THE D.A. SAYS-- SPIDER-MAN'S A CROOK!

LG164

I'VE CREATED ENOUGH **PROBLEMS** FOR AUNT MAY IN THE PAST, BUT THAT'S ALL **OVER** NOW.

FOR THE FIRST TIME SINCE I BECAME SPIDEY THINGS ARE GOING **MY** WAY.

FUMP!

I'M **NO LONGER** A WANTED MAN, AND I'M BORDERING ON BE-COMING THE NEXT BIGGEST SENSATION SINCE FARRAH WHAT'S HER-NAME!

IT'S ALMOST A **DREAM**, BUT I REALLY HAVEN'T A SUBSTANTIAL WORRY IN THE WORLD!

ALL I HAVE TO **CON-CERN** MYSELF WITH IS MAKING SURE AUNT MAY GETS THE **BEST** MEDICAL CARE AVAILABLE!

--AND STILL HAVE SOME LEFT-OVER **MONEY** TO BOOT!

WEIRD! WHEN I WAS A **KID**, EVERYTHING ALWAYS WENT **AGAINST** ME--SO MUCH SO I THOUGHT I'D BE A **PERENNIAL** LOSER!

BUT I GUESS **THOSE** DAYS ARE OVER WITH. EXCEPT FOR CLEARING UP MY LITTLE **PROBLEM** WITH BETTY--

AND IF I CLOSE A FEW DEALS FOR SOME SPIDEY MERCHANDISING, I'LL BE ABLE TO **PAY** FOR ANY-THING--

--I'VE ONLY GOT THE **UNIVER-SAL** PROBLEMS OF GETTING THROUGH TOMORROW TO WORRY ABOUT!

AN' ALL I CAN SAY IS--*IT'S* **ABOUT** *TIME!*

A FEW MINUTES LATER FINDS A PUFFING PETER PARKER MAKING HIS WAY THROUGH THE STERILE GREEN CORRIDORS OF NEWHOPE MEMORIAL HOSPITAL...

WELL, WELL, IF IT ISN'T THE **CHERYL TIEGS** LOOK-A-LIKE HERSELF!

PETER! YOU'VE COME!

YOU THINK I **WOULDN'T** SEE OFF MY FAVORITE AUNT IN **PERSON**?

C'MERE LET ME GIVE YOU A **HUG!**

THERE'S SOMETHING **DIFFERENT** ABOUT YOU, PETER DEAR... YOU SOUND SO **HAPPY**... SO CHIPPER.

I DO SO HOPE THAT MEANS YOU'RE **WELL**... YOU **DESERVE** TO BE.

MY LIFE'S NEVER BEEN **BETTER**, AUNT MAY... BUT IT'S **YOU** I'M CONCERNED ABOUT!

OH, DR. TOMPKINS IS TAKING **GOOD CARE** OF ME, DEAR --HE SAYS I'M TOO **STUBBORN** TO GIVE UP.

THAT'S WHY WE ALL **LOVE** YA...

...AND WHY **I'M** GONNA **MISS** YOU.

EXCUSE ME, PARKER-- WE'RE ON A **TIGHT SCHEDULE!**

YOUR **AUNT'S** DUE AT HER NURSING HOME IN HALF-AN-HOUR!

TH-THERE GOES THE **GREATEST** WOMAN WHO'S EVER LIVED... A COMPLETELY **SELFLESS** WOMAN WHO'S DEVOTED A **LIFETIME** TO HELPING **ME**...

...AND HERE I STAND COMPLETELY IMPOTENT. NOT EVEN THE **POWER** OF SPIDER-MAN CAN HELP HER.

IT'S GOTTA BE HER OWN **WILL-POWER** THAT KEEPS HER GOING AGAINST ALL ODDS, AGAINST ALL HER **PAINS.**

MAN, WHEN THEY MADE HER THEY **BROKE THE MOLD!** THERE'LL **NEVER** BE ANY-ONE LIKE AUNT MAY AGAIN!

I CAN'T EVEN *IMAGINE* A LIFE WITHOUT AUNT MAY--

WELL, THERE GOES *ONE* PROBLEM OUT OF YOUR LIFE, PARKER!

I'LL BET YOU'RE *RELIEVED* KNOWING YOU'LL *NEVER* HAVE TO VISIT THAT DEAR WOMAN AGAIN.

*WHAT?* YOU SNIVELLING LITTLE *JERK!*

I DON'T CARE IF YOU *ARE* A DOCTOR-- HOW *DARE* YOU TALK THAT WAY TO ME!

THAT WOMAN MEANS THE *WORLD* TO ME... I LOVE HER MORE THAN *ANYTHING!* I'D DO--

WHAA--? OH, MY HEAVEN -- MY SPIDER-STRENGTH COULD'VE *SNAPPED* THIS GUY'S *SPINE* WITHOUT MY EVEN *THINKING* TWICE!

C'MON, SNAP OUTTA THIS-- FORGET HIM-- YOU *KNOW* HOW MUCH YOU CARE ABOUT AUNT MAY!

CHOKE--I--I DON'T BELIEVE HE *DID* THAT-- DIDN'T THINK HE HAD THE *STRENGTH*...

I'LL BE *NURSING* THESE NECK PAINS FOR *WEEKS!*

*SOON...*

I'M A CLASS-A JERK MYSELF! WITHOUT THINKING, I ALMOST *KILLED* HIM -- AND JUST BECAUSE HE *DOESN'T* LIKE ME!

WHEW... I MUST BE UNDER MORE *STRESS* THAN I THOUGHT ... HOW COULD I *FORGET* MYSELF THAT WAY?

I NEED *BREATHING ROOM*... SOME FRESH AIR TO CLEAR THE *COBWEBS* FROM MY MUSTY LITTLE MIND!

PERHAPS THIS IS THE **BEST** TIME TO LEAVE SPIDEY TO HIS PRIVATE THOUGHTS AND LOOK IN ON AN **ANGRY** J. JONAH JAMESON...

DON'T GIVE ME ANY **EXCUSES!** I WANT **RESULTS**-- AND **NOW!**

LET ME **SPELL** IT OUT FOR YOU McCALLEN--

PRY LOOSE **INFORMATION** REGARDING MY SON'S KIDNAPPING-- OR GET IN LINE AT THE **UNEMPLOYMENT OFFICE!**

BAH! THESE **REPORTERS** TODAY-- THEY'RE ALL **USELESS!**

THEY'RE TRYING THEIR **BEST,** JONAH!

WHO **ASKED** YOU, ROBERTSON? WHAT HAVE **YOU** DUG UP?

WORD FROM THE STREET IS -- WHOEVER KIDNAPPED JOHN HAS IT IN FOR BOTH **YOU AND SPIDER-MAN!**

AH **HA!** SO THAT MASKED MISFIT'S MIXED UP IN THIS? I **THOUGHT** AS MUCH!

NO, JONAH, THAT'S **NOT** WHAT I SAID. OUR **MISTER 'X'** WANTS YOU **BOTH** OUT OF THE WAY!

LIKE **BLAZES** YOU WILL ROBERTSON! YOU'RE MY **CITY EDITOR**-- NOT MY **MOTHER!**

JONAH, FOR YOUR **PROTECTION** I'M CALLING IN A **BODYGUARD!**

THIS IS THE FIRST **LEAD** I'VE HAD --AND IF I HAVE TO BECOME A **TARGET** TO FIND JOHN, SO HELP ME, I **WILL!**

JONAH! WHERE ARE YOU **GOING?**

THAT'S **NONE** OF YOUR BUSINESS, ROBERTSON! DO YOUR **JOB!**

BLAST IT, JONAH, I'M **TRYING** TO, BUT IF YOU GO **TRAIPSING** ALL AROUND THIS CITY WHEN--

ROBERTSON, YOU **HEARD** ME --**BUTT OUT!**

*MEANWHILE...*

HMMM, THE POLICE SURE SEEM **AGITATED!**

SOMETHING MUST BE **BREWING!**

GOOD! I COULD **USE** SOME ACTION!

SOMETHING'S BEEN **NAGGING** AT ME FOR **DAYS**. THE CHAMELEON SAID HE WAS PAID 25 THOU TO **HUMILIATE** ME...*

AND ELECTRO INDICATED **HE** GOT THE SAME TO DEMOLISH THE INDIAN POINT POWER STATION-- **

--AT PRECISELY THE MOMENT JOHN JAMESON'S BODY WAS **KIDNAPPED** FROM THE CRYONICS HOSPITAL.***

SOMETHING TELL'S ME THERE'S A **CONNECTION** THERE-- BUT I'LL BE **HANGED** IF I CAN FIGURE IT OUT.

*SPIDEY#18 **SPIDEY#187 ***#188--MARV W.

*WHILE SPIDER-MAN FOLLOWS THE SPEEDING POLICE CAR, HIDDEN FAR **BELOW** HIM...*

THERE HE IS-- **REMEMBER** WHAT HE LOOKS LIKE.

IT IS YOUR TASK TO **SLAY** SPIDER-MAN--

--AT THE VERY MOMENT J. JONAH JAMESON **DIES AS WELL!**

*PUZZLED? KEEP READING, SPIDEYPHILE...*

MARLA? MARLA MADISON?

JONAH? GOOD LORD! YOU LOOK **ASHEN!**

SIT DOWN, DEAR--I'LL GET YOU SOME **COFFEE!**

YOU HAVEN'T HEARD, THEN?

HEARD **WHAT?** I'VE BEEN COOPED UP IN MY LAB FOR **DAYS!**

WHAT **HAPPENED?**

IT'S JOHN-- SOME-ONE'S **KID-NAPPED MY SON!**

WHY MARLA-- **WHY?**

WHY DOES EVERYTHING BAD HAPPEN TO **ME?** LORD KNOWS I'VE BEEN A **GOOD MAN!**

I'VE GIVEN THIS CITY **EVERYTHING!**

AND WHAT HAVE I GOTTEN IN TURN? **NOTHING** BUT SCORN AND HUMILIATION!

AND NOW THE **FINAL BLOW!** THE CRASHING DEFEAT!

THE ONE WHO MEANS THE **MOST** TO ME IN ALL THE WORLD-- **GONE!**

EVER SINCE **JOAN** DIED, I'VE BEEN MOTHER AND FATHER TO HIM.

NOW THIS-- LORD, NOW THIS!

WHAT DO I **DO**, MARLA? SCREAM? **CRY?** HOW WOULD THAT HELP FIND JOHN?

WHY DO I FEEL SO **ALONE**, MARLA? WHAT DO I DO **NOW?** WHAT, BLAST IT-- **WHAT?**

THE **SQUEAL** OF TIRES, THE SQUALL OF SIRENS-- THAT'S ALL IT TAKES TO ASSURE A CERTAIN WALL-CRAWLING SPIDER-MAN THAT HE'S IN THE **RIGHT** PLACE AFTER ALL...

UNLESS I MISS MY GUESS, SOMEONE'S HOLED UP IN THAT **SPORTING GOODS SHOP!**

AND SINCE THE COPS AREN'T **BUSTING DOWN DOORS** HE'S PROBABLY GOT HIMSELF A **HOSTAGE!**

MAYBE I BETTER LEND A WEBBED LITTLE **HAND--**

--SINCE HE **ISN'T** ABOUT TO RUN OUTTA **AMMO** SITTING TIGHT IN A SHOP THAT SELLS **GUNS!**

AND, A MOMENT LATER...

HELLO, **HELLO, HELLO!** LOOK WHAT WE HAVE HERE? **BOZO THE CLOWN-- LIVES!**

**SPIDER-MAN!?!**

THAT'S THE NAME, SOCK-HEAD-- WANT MY **AUTOGRAPH?**

**KRASH**

THESE DAYS YOU ONLY HAVETA TRADE **TWO** OF 'EM TA GET ONE OF **THOR'S!**

HEY, THESE ARE THE **JOKES**, SOCKS-- LAUGH IT UP!

Daiwa®

HOW MANY *OTHER* GOOD GUYS GIVE YOU A *SHOW* WITH EVERY *ARREST*-- HUNH?

DON'T *MOVE*, LUPUS-- DOWN WITH THE *GUN*.

JACK, LOOK-- IT'S *SPIDER-MAN!*

HUH? COPS AND SPIDER-MAN? WHAT'S *GOING* ON HERE?

OOPS, *BLUNDERED* IN HERE A MOMENT TOO SOON-- AND NOW CREEPY'S *PANICKING*--GOTTA DO SOMETHING!

THIS IS YOUR *SURPRISE BIRTHDAY PARTY*, HAPPY-BOY-- AN' WE'RE ALL HERE TA WATCH YOU *CELE-BRATE!*

NO--*NO!* I DON'T LIKE THIS ...DON'T UNDER-STAND IT!

ONLY WANTED A *FAST JOB*... EASY MONEY!

TELL THAT TO YOUR *LAST VICTIM*, LUPUS-- IF HE *SURVIVES* THAT GUN SHOT YOU GAVE HIM!

HALT, LUPUS-- DON'T MAKE ME *SHOOT!*

I *WARNED* YOU--

*SPONG!*

GOOD SHOT, MISTER!

*FUMP*

WHO ASKED *YOU*, MASKED MAN?

SOMEONE COULD'VE GOTTEN HIMSELF *KILLED* BECAUSE YOU BUTTED IN HERE!

GET *MOVING*, CLOWN-- BEFORE I RUN *YOU* IN, TOO!

AND LEAVE THIS WORK FOR *TRAINED PROFESSIONALS!*

YEAH, YEAH-- I *LOVE* YOU, TOO!

WELL, I REALLY *BLEW* THAT, DIDN'T I?

SHEESH! I SHOULD'VE KNOWN I WAS IN TROUBLE WHEN MY ONLY **FAN MAIL** CAME FROM **JACK THE RIPPER!**

WELL, THAT'S WHAT I GET FOR THINKING LIFE WAS JUST A BIG, FAT BOWL OF **CHERRIES**--

--WHEN EVERYTHING TO DATE'S PROVEN IT'S ONLY THE **PITS!**

FACE IT, WEB-HEAD -- YOU'RE A **LOSER!** MAYBE WHEN YOU **ACCEPT** THAT, THE WORLD'LL BE BETTER OFF FOR **EVERYONE** CONCERNED!

*WHILE A CRESTFALLEN SPIDER-MAN WANDERS SLOWLY HOMEWARD...*

*...LET US MOVE DOWNTOWN TO THE OFFICE OF DISTRICT ATTORNEY BLAKE TOWER...*

I DON'T LIKE **REPEATING** MYSELF, JAMESON-- **EVERY-THING'S** BEING DONE TO FIND YOUR MISSING SON.

YOU COULDN'T **FIND** YOUR WAY OUT OF A **HOUSE OF GLASS!** I'LL FIND MY SON, TOWER-- **MY WAY!**

*LATER THAT DAY JAMESON'S PLAN BECOMES **APPARENT** AS **POSTERS** ARE PASTED UP ALL OVER TOWN...*



*WITHIN **HOURS** TELEVISION SPOTS ARE **PURCHASED...***

*...**ONE MILLION DOLLAR REWARD** FOR ANY INFORMATION LEADING TO THE LOCATION OF MY SON, ASTRONAUT JOHN JAMESON!*

*BY EVENING, THE NEWS HAS BEEN HEARD BY VIRTUALLY **EVERYONE** IN THE CITY...*

*...AND DREAMS OF **AVARICE** OVERTAKE REALITY...*

ONE MIL? JEEZ, FOR THAT KINDA BREAD I'LL GO **STRAIGHT!**

C'MON, SPREAD THE WORD AN' LET'S START **LISTENIN'!**

MEBBE THERE'S WORD ON THE **GRAPE-VINE!**

YOU CAN'T PULL OFF THIS KINDA HEIST WITHOUT **SOMEONE** KNOWIN' THE TRUTH!

MEANWHILE...

I, J. JONAH JAMESON, PUBLISHER OF THE NEW YORK DAILY BUGLE, AM NOW *OFFERING* A ONE MILLION...

JONAH, YOU FREE--?

C'MON IN, ROBBIE... PULL UP A *CHAIR*.

LISTEN TO THIS *TAPE*. IF IT DOESN'T GET *ACTION* FAST...

EVERY TWO-BIT *HOOD'LL* BE SCURRYING ABOUT TO FIND MY SON.

BESIDES THAT, THINK OF THE *PUBLICITY*... AND IT'S ALL *TAX DEDUCTABLE*, TOO.

JONAH, SOMETHING CAME OVER THE *WIRE* YOU SHOULD SEE. A *PLUTONIUM* SHIPMENT WAS STOLEN OUT OF A NEW YORK LABORATORY.

YOU WANT TO *FEATURE* IT, OR--

PLUTONIUM, EH? I'M GETTING AN *IDEA*, ROBBIE...

HAVE DRAKE OVER IN "SCIENCE" WORK OUT A *SERIES* ON THIS-- PLAY UP THE FACTS THE COPS CAN'T *SAFEGUARD* THIS CITY FROM NUCLEAR WASTE PRODUCTS!

WE'LL *FRONT PAGE* IT RIGHT UNDER THE BANNER ABOUT MY *SON*.

I *TOLD* TOWER HE'D REGRET PLAYING *FANCY* WITH J. JONAH JAMESON.

JOE ROBERTSON NODS AND QUIETLY *LEAVES*. THE ARTICLE WILL BE *PREPARED*, BUT BLAME WILL *NOT* BE SHIFTED TO THE POLICE.

THE CITY EDITOR KNOWS THAT *DESPITE* HIS BOSS'S SEEMING THICK-HEADEDNESS, JONAH IS A *FAIR MAN*...

...AND PERHAPS THE *BEST* NEWSPAPER PUBLISHER THIS CITY EVER HAD.

JUST AS JAMESON KNOWS THAT ROBBIE WILL QUIETLY *LISTEN* TO HIS TIRADES AND THEN *PRINT* WHAT IS BEST... AND WHAT IS *TRUTH*.

FOR JOE ROBERTSON, TOO IS THE *BEST*-- AND JONAH KNOWS HOW *LUCKY* HE IS TO HAVE HIM.

ELSEWHERE...

...NO QUESTIONS WILL BE ASKED. YOU CAN PHONE ME AT THE SPECIAL DAILY BUGLE NUMBER--212-555-3821.

BUT NOBODY ***KNOWS*** WHERE JAMESON'S SON IS-- NOBODY BUT ***ME!***

NOT EVEN THE DOLTS WHO ***KIDNAPPED*** THE BODY--SHOULD THEY BE FOOL ENOUGH TO ***TALK!***

I ***DESPISE*** JAMESON--HE ***RUINED*** MY LIFE...***CORRUPTED*** ME... NOW I SIT HERE TWISTED, HATEFUL AND ***DYING!***

EH, YOU LOOK ***WEAK.*** QUICKLY, NOW, INTO THE ***ENERGIZER!***

YOU MUST BE IN ***PERFECT SHAPE,*** MY FRIEND--

--OR ELSE THE ***VENGEANCE*** I SEEK WILL HARDLY BE SWEET!

I WANT JAMESON TO ***SUFFER*** BEFORE HE DIES... SUFFER FOR WHAT HE HAS ***DONE*** TO ME...

--BEFORE MY LAST REMAINING ***DAYS*** ARE GONE FOREVER.

AHH, HOLD ***STILL***--WHILE I INJECT THIS SPECIAL RADIATION TRACE INTO YOU. IT WILL COME IN QUITE ***HANDY*** WHEN I ***ACTIVATE*** IT!

GOOD. GOOD. REST WELL MY WEARY AND OBEDIENT ***SLAVE.*** TONIGHT WE SHALL VENTURE FORTH AND ***DESTROY*** MY ENEMIES!

TONIGHT J. JONAH JAMESON--AND THAT INFERNAL SPIDER-MAN--

***--SHALL DIE!!***

INTRIGUED? WE HOPE SO. NOW LET'S FOCUS OUR ATTENTIONS ON THE CHELSEA APARTMENT OF EVERYONE'S FAVORITE SHUTTERBUG...

PETER?

OH, HI BETTY! C'MON IN. HAVE YOUR **BREAKFAST** YET?

I'M ON A **DIET**. PETER, CAN WE **TALK**--? ABOUT **US**?

MILK

OBOY, WHAT AM I IN FOR **NOW**?

THE **OTHER** DAY YOU SAID YOU WEREN'T SURE IF STARTING OUR **RELATIONSHIP** OVER AGAIN WAS A GOOD IDEA.

BETTY, I DON'T KNOW **WHAT** I WANT. I THOUGHT I WANTED TO MARRY MARY JANE.

WHEN SHE TURNED ME **DOWN** I THOUGHT I WANTED TO BE **ALONE**... AND NOT TIED UP WITH ONE GIRL.

I THINK I CAN **TELL** YOU THIS, BETTY, CAUSE WE **ARE** SUCH GOOD FRIENDS, BUT I JUST **DON'T** KNOW HOW I **FEEL** ABOUT YOU THESE DAYS.

I DON'T KNOW IF WHAT WE **ONCE** HAD CAN BE REKINDLED--OR EVEN IF IT **SHOULD** BE.

WHEN **NED** LOOKS YOU UP--

NED AND I ARE **THROUGH**, PETER!

AND IF **THIS** DOESN'T CONVINCE YOU HOW MUCH I **CARE** FOR YOU, I'LL LEAVE YOUR LIFE--**FOREVER**!

WE WERE CLOSE BECAUSE WE **LOVED** EACH OTHER. WE STILL CAN.

BETTY--

PLEASE, I-- UHHH...

**BETTY**!

SHUT UP, DARLING! JUST **KISS** ME!

I... I... UHH...

MMMMMMMMMMM!!

THEY SAY **DISCRETION** IS THE BETTER PART OF VALOR. SO LET'S LEAVE OUR **TWO-SOME** AND PICK UP ON A SOMEWHAT AGITATED SPIDER-MAN SEVERAL HOURS **LATER...**

SO MAYBE I **DO** LOVE HER... WHAT'S WRONG WITH THAT?

SHE **IS** SEPARATED, AND SHE SAYS SHE'S FILING FOR **DIVORCE**, AND HECK--

--AFTER EVERYTHING **BAD** THAT'S COME DOWN THE PIKE, I **DESERVE** A GOOD BREAK NOW AND THEN.

BETTY WAS THE **FIRST** GIRL I EVER LOVED-- THEY SAY YOU NEVER **FORGET** IT `CAUSE FIRST LOVE IS THE TRUEST LOVE OF ALL.

MAYBE IT SHOULD NEVER HAVE **ENDED**-- **HEY!**

SOME JOKER'S STEALING MY WALL-CRAWLING **COPYRIGHT!**

**THWIP!**

ALL-RIGHT, WEB-HEAD, LET'S SEE WHAT'S UP!

AS SPIDER-MAN MAKES HIS WAY TOWARD THE **BUGLE BUILDING...**

**SKASH!**

WHO IN **BLAZES?**

GOOD HEAVENS! WHO ARE YOU?

SPEAK UP, MAN-- WHAT DO YOU-- **WAIT!**

WH-WHY ARE YOU **GRABBING ME!**

MEBBE HE'S LOOKING FOR YOUR **AUTOGRAPH**, SMILEY...

YOU **DO** KNOW HOW TO **WRITE**, DON'TCHA?

**YOU?!?** WHAT IN **BLAZES** ARE YOU HERE FOR?

TAKE IT EASY, PORK-FACE, I JUST WANNA--

**SPOK**

--RESCUE YOU--?

**WOW!**

OBVIOUSLY BANDAGE-BRAINS ISN'T ONE OF *MY* BIGGER FANS.

THWIP!

PROB-ABLY JUST AS *WELL.*

I WAS NEVER VERY *FOND* OF THE CREATURE-FEATURE SET MYSELF!

WELL--

--HERE GOES--

--*NOTHING!*

AS SPIDEY SPINS TO SAFETY, J. JONAH JAMESON'S OFFICE IS TURNED INTO A *BATTLEGROUND!*

WHAT DO YOU *WANT* FROM ME? MONEY? I'LL GIVE YOU *ANYTHING!* ONE HUNDRED? HOW ABOUT *TWO?*

GOOD HEAVENS, MAN, WHAT DO YOU *WANT?*

JONAH, YOU'RE SO *GENEROUS* WITH YOUR MONEY, YOU MAKE ME *PUKE!*

YOU MAKE *SCROOGE* LOOK LIKE THE *FORD FOUNDATION!*

FTJ

YOU WOULDN'T *DARE!*

I OUGHTTA LET GAUZE-FACE PLAY *BASKETBALL* WITH YOUR HEAD. MAYBE IT'LL KNOCK SOME *SENSE* INTO YOU.

COME OFF IT, WINDBAG! AFTER WHAT *YOU'VE* SAID ABOUT ME, I SHOULD START MAKING *SIDE-BETS* ON HOW MANY *SEC-ONDS* YOU'VE GOT LEFT!

HEY! YOU'RE SUPPOSED TO *FALL DOWN!* HAVEN'T YOU READ THE *SCRIPT?!!*

SPAK

*APPARENTLY NOT, FOR THE NEXT MO-MENT THE MUMMIFIED MARAUDER LUNGES FORWARD, PUSHING A DAZED SPIDEY BROADSIDE INTO THE WALL...*

YOU *HEAR* THAT? JAMESON MUST BE *CHEWING OUT* ANOTHER REPOR--

OH MY GOOD-NESS!

KRLNK

THAT'S IT! I *QUIT!*

MOMMA ALWAYS *SAID* I SHOULD BE A *DANCER* AND NOT A SECRETARY!

STAND BACK, GIRLS-- THAT WALKING BANDAID'S NOT GONNA HURT YA.

BUT WE'RE WORRIED ABOUT YOU!

GEE, THANKS. YOU REALLY KNOW HOW TA MAKE A GUY FEEL WANTED!

NOW IF YOU CHARTER MEMBERS OF THE SPIDEY FAN-CLUB WILL PLEASE STEP ASIDE--

I GOTTA SEE A CERTAIN DOCTOR ABOUT A CHARISMA TRANS-PLANT!

GONE? WHO-EVER HE IS, HE PUTS BRUCE JENNER TO SHAME!

NOT THAT I'M EXACTLY YOUR 90 POUND WEAKLING MYSELF!

THERE HE GOES-- HE SHOULDN'T BE TOO DIFFICULT TO FOLLOW--

--AFTER ALL, I'VE BEEN EATING MY WHEATIES, TOO!

TAG! YOU'RE IT, BUNKY!

FOOP!

UP AN' AT 'EM, FANCY-PANTS!

THAT WEB-HEADED WEASEL'S GETTING HIM! MAYBE THEY CAN KNOCK OFF EACH OTHER!

BUT IF SPIDER-MAN LOSES, THEN THAT CHARACTER WILL COME BACK FOR ME!

BUT IF HE WINS, THEN EVERYONE WILL KNOW HE SAVED ME!

WHILE JAMESON SORTS OUT THE GOOD GUYS FROM THE BAD, WE'VE GOT RINGSIDE SEATS FOR A BATTLE NOW IN PROGRESS...

GOT HIM OFF BALANCE BY TOSSING HIM INTO THAT PIGEON COOP--

BZAK

BUT HOW LONG CAN I KEEP HIM THAT WAY?

WHAT'S HE AFTER? I CAN'T BELIEVE HE'S AN IRATE BUGLE SUBSCRIBER!

HUNH? HE *TWISTED* ME AWAY WITHOUT ANY *LEVERAGE!* WHO *IS* THIS GUY, ANYWAY?

OBOY-- CAN'T *ADHERE* TO ANYTHING-- GONNA *FALL!*

AND THOUGH THERE'S *SOME* PEOPLE WHO WOULDN'T MIND SEEING ME GO *SPLAT* OVER THE SIDEWALK--

--YOURS TRULY ISN'T *ONE* OF THEM!

TA *TA!* INSTANT WEB TRAMPOLINE!

STILL OFF GUARD-- GOTTA *SMASH* 'IM WITH MY SUNDAY BEST!

*KRAK*

*HUH?* BOTH HANDS AND HE MERELY *STUMBLES BACK?*

SPIDEY, YOU'RE IN *SERIOUS TROUBLE!*

NOW, YOU *FOOL!* *SQUASH* SPIDER-MAN!

*MEANWHILE, FAR BELOW, AND HIDDEN IN THE SHADOWS...*

THE *LONGER* YOU PLAY WITH HIM, THE GREATER HIS CHANCES OF *SURVIVAL!*

*BUT--* MAYBE I CAN'T KNOCK OUT MY OVERSIZED PLAYMATE, BUT I CAN CERTAINLY SEE WHAT MAKES HIM *TICK!*

ALL RIGHT, HANDSOME-- LET'S SEE YOUR AWARD-WINNING *FACE!*

*GGRROWWLLLLL!!!*

YOU?

OF COURSE... IT *HAD* TO BE!

WHILE THE WEBBED WONDER REACTS WITH **SHOCK**, HIS BANDAGED NEMESIS **LUNGES** FORWARD...

BTOK

...CRASHING A HELPLESS SPIDER-MAN INTO AN UNFORGIVING **BRICK WALL!**

HIS LUPINE FOE BARELY **NOTICES** THE UNCONSCIOUS SPIDER-MAN AS HE SHAMBLES OFF TO HIS **FIRST TARGET...**

...WHERE...

I SAID I WANTED THE **POLICE**, YOU INCOMPETENT MORON! **THE POLICE!**

NO, YOU DOLT, NOT THE **POLISH HAM COMPANY! POLICE! POLICE!**

YEAH? WELL, THE SAME TO **YOU**, FEL--

AAGGHHHH!

MASSIVE **HANDS** CRUSH JAMESON IN A POWERFUL GRIP...

...THEN CARRY HIM LIMPLY OFF AS IF HE WERE NOTHING MORE THAN A **RAG DOLL!**

AND ALL THE WHILE J. JONAH JAMESON NEVER KNOWS THAT HIS ATTACKER HAPPENS TO BE-- **JOHN JAMESON --HIS OWN SON...**

...NOW IN THE BODY OF-- **THE MAN-WOLF!**

**NEXT ISSUE:** A DEADLY CHASE THROUGH MANHATTAN, AND **FOUR** LIVES HANG IN THE BALANCE. YOU **MUST** BE HERE FOR--

# ON THE TRAIL OF-- THE MAN-WOLF!

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# the AMAZING SPIDER-MAN®

THE SOUL-SEARING CLIMAX TO SPIDEY'S MOST DEADLY BATTLE!

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MARVEL'S TV SENSATION!®

pollard
MILGROM

"NEVER BEFORE SUCH A SURPRISE SHOCK ENDING!"

## MAYHEM IS THE MAN-WOLF!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

# Stan Lee PRESENTS: THE AMAZING SPIDER-MAN™

MARV WOLFMAN WRITER/EDITOR / JOHN BYRNE LAYOUTS / JIM MOONEY FINISHES / NOVAK LETTERER / MICHELE W. COLORIST / SHOOTER CON.ED.

## IN SEARCH OF THE MAN-WOLF!

UNGHHH... GOTTA *FORGET* ABOUT MY ACHING BONES--JUST GOTTA STRUT MY STUFF ON *IMPULSE POWER!*

WHEN HE BECOMES THE *MAN-WOLF,* JOHN JAMESON *LOSES ALL CONTROL* OVER HIS ACTIONS.

AND WITH JONAH IN TROUBLE I GUESS IT'S UP TO *ME* TO PULL THE *FAT-HEAD* OUTTA THE FIRE!

Read

DAIL

BUG

HOLD IT... I DON'T *BELIEVE* IT!

FAP!

IN THE MIDDLE OF A *CRISIS,* I RUN OUTTA *WEB-FLUID! NUTS!*

THEN AGAIN, I WOULDN'T BE *SPIDER-MAN* IF EVERYTHING ROLLED SMOOTHLY ALONG!

FORTUNATELY, I KEEP EXTRA CARTRIDGES TUCKED IN MY BELT-POUCH...

...WHICH I *SLIP* INTO MY *WEB-SHOOTERS* WITH THE GREATEST OF EASE!

WHATTAYA KNOW--? I'M GOOD AS *NEW!*

*THWIP!*

WHY WOULD MANNY *KIDNAP* HIS FATHER? I DIDN'T THINK THAT LUPINE LUNATIC HAD THE *INTELLIGENCE* FOR THIS KINDA GIG!

MOST LIKELY HE'S BEING *CONTROLLED* BY SOMEONE--

PROBABLY THE *SAME SOMEONE* WHO HIRED THE CHAMELEON AND ELECTRO.*

MAYBE I'D BETTER WATCH MY *STEP!*

THERE'S *FUZZ-FACE.* NOW TO GET TO THE *BOTTOM* OF THIS!

...HOVERING JUST OUT OF RANGE OF *THE WALL-CRAWLER'S* SPIDER SENSES...

*BUT UNKNOWN TO THE HURRYING SPIDER-MAN, HIS EVERY ACTION IS BEING OBSERVED BY A **SILENT SENTRY**...*

...AND ON THE **OTHER** END OF THAT ELECTRONIC MARVEL...

LOOK AT HIM, BLITHELY *IGNORANT* OF HIS IMPENDING DEMISE!

YET, WHEN HE BREATHES HIS *LAST*, I WANT HIM TO *KNOW* WHO IS RESPONSIBLE!

I WANT HIM TO *SUFFER* EVEN AS I'VE SUFFERED-- FOR, AFTER TOO MANY ATTEMPTS--

--SPENCER SMYTHE WILL FINALLY CRUSH THE WEB-SLINGER-- *FOREVER!*

*COUGH! COUGH!* :CHOKE: CCHHCHRUUMMPHHH!! SWEET HEAVEN, I *MUST LIVE* LONG ENOUGH TO SEE HIS *DOOM!* I MUST!

YET, WITH EVERY PASSING DAY I BECOME *WEAKER*...

...AND I DEPEND MORE ON THESE BLASTED *PILLS* THAT ONLY *DELAY* THE INEVITABLE!

SP-SPIDER-MAN AND JAMESON SHALL DIE *TOGETHER*-- THEY JOINTLY HAVE *KILLED ME!*

WHEN JAMESON FOUND ME I WAS AN ORDINARY *DEDICATED SCIENTIST*-- HE *PAID* ME TO CREATE THE FIRST SPIDER-SLAYER!

TIME AND TIME AGAIN I *FAILED*... UNTIL I BECAME TOTALLY *OBSESSED* WITH THE WALL-CRAWLER'S DESTRUCTION!

AND NEVER ONCE DID I REALIZE THE *RADIOACTIVE MATERIALS* I USED WERE *KILLING ME!*

JAMESON DROVE ME *MAD* IN TRYING TO SLAY SPIDER-MAN... AND SPIDER-MAN TURNED ME *IN-SANE* EVERY TIME HE *SURVIVED!*

NOW... AT MY DEATH'S DOOR, I *MUST SUCCEED*... AND THE *MAN-WOLF* IS MY *FINAL HOPE!*

"HOW *IRONIC* IT WILL BE... THE *SON* SHALL SLAY THE FATHER, AND THEN SLAY SPIDER-MAN IN TURN. *MY ULTIMATE SPIDER-SLAYER!*"

BUT...

GROWLL

UHNNN... WH-WHAT HAPPENED TO M...

GOOD LORD! JOHN!

JOHN! WH-WHAT ARE YOU *DOING?* ANSWER ME, BLAST IT! I'M YOUR *FATHER!*

BUT THE SILENT MAN-WOLF ONLY *GROWLS* AN UNINTELLIGIBLE REPLY, AND *LEAPS*--

-- WHICH LITERALLY BRINGS DOWN THE *ROOF* OF THE NEW YORK *AUTO SHOW*...

KRASH!

THIS MONTH, CAR DEALERS HAVE GIVEN THEIR CUSTOMERS A CHOICE BETWEEN GAZING AT THEIR NEW '79 NUMBERS...

...OR THE MYRIAD BIKINIED *MODELS* HIRED TO *DISTRACT* THEIR CLOSE PERUSAL AND *ENTICE* EXTRAVAGANT *BUYING*...

WHAT IS THIS? ANOTHER *PUBLICITY STUNT?*

I-I DON'T THINK SO! I'M GETTING *OUTTA HERE!*

WHAT? YOU DON'T WANT A RINGSIDE *SEAT* TO THE GREATEST FIGHT SINCE WILBUR TOOK ON MR. ED?

SHAME, SHAME-- THEY'LL BE *TALKING* ABOUT THIS FOR *MINUTES* AT LEAST!

BOK

YOU? SPIDER-MAN?

YOU *NOTICED* ME, JONAH? WANT MY *AUTOGRAPH?*

DON'T YOU *DARE,* HARM MY SON, YOU MASKED MISFIT!

FTOK

*UNGHHH!* SURE YOU HAVEN'T GOT THAT *WRONG,* JONAH?

I FELT THAT PUNCH CLEAN THROUGH TO MY *SOCKS!*

WHAT DO THEY *FEED* ASTRO-NAUTS-CUM-WEREWOLVES? *COBALT BOMBS?*

SPAK

SPAKK

THEN, WITH A FIERCE, GUTTURAL **GROWL** SWELLING IN HIS THROAT, THE MAN-WOLF REACHES FOR A SMALL **AUTO**...

... AND, WITH AN IMPOSSIBLE DISPLAY OF SINEW AND MUSCLE, **HEAVES** IT AT A CERTAIN AWE-STRUCK SPIDER-MAN.

I DON'T **BELIEVE** IT-- HE'S **STRONGER** THAN EVER!

ISN'T THAT **PEACHY?** HE WAS ALMOST **UNBEAT-ABLE** BEFORE--

--NOW HE'LL PROBABLY BE DOWN-RIGHT **IMPOSSIBLE** TO STOP!

**KRAK**

**WHY** DIDN'T I GO INTO THE **ALUMINUM-SIDING BUSINESS?**

THEN, SEEMINGLY FROM **NOWHERE**...

PLEASE, JOHN-- **DON'T!** THIS IS YOUR **FATHER** SPEAKING!

SURELY YOU **REMEMBER** ME, SON?

YOU **DO** REMEMBER --**DON'T** YOU?

AS IF IN **ANSWER**...

**RROARRR**

**SWAK**

GOOD HEAVENS... THAT BEAST WILL **MURDER** HIM! WH-WHAT DO I DO?

UH OH, THAT SCARED ROOKIES REACHING FOR HIS **GUN!**

CAN'T LET HIM **USE** IT!

SORRY, PAL. GUNS ARE A *NO-NO!*

WH-WHAT DO YOU THINK YOU'RE *DOING?*

PROBABLY MAKING SURE YOU LIVE TO MAKE *SERGEANT,* GUY!

*SCOOT!* GO WRITE OUT *PARKING TICKETS* OR SOMETHING!

THIS KINDA ACTION IS WHAT *I'M* BUILT FOR!

BUT...

*BLAST!* THAT WEBBED MENACE IS AFTER JOHN! EH-- ?

TH-THAT *GUN!?!*

MEAN-WHILE...

GOTTA PLAY THIS JUST RIGHT! DON'T WANNA *HURT* 'IM, BUT I CAN'T LET FUZZY ROAM AROUND FREE!

GOTTA TAKE 'IM OUT *FAST...* THEN FIND A *CURE* FOR HIM!

MAYBE *CURT CONNORS* CAN HELP!

C'MON, CUDDLES, DON'T MAKE THIS HARD FOR *BOTH* OF US. GO BACK INTO YOUR *CAGE!*

*BAM!*

*WOW!* I GAVE 'IM MY *BEST,* AND ALL I DID WAS *STUN* HIM!

MAN-WOLF *STAGGERS* FOR A MOMENT, BUT THAT IS ENOUGH TIME FOR THE WEB-SLINGER TO *WADE* INTO HIM ONCE MORE, AND...

*BAROKK*

AT LEAST THAT GOT 'IM OFF HIS *FEET!*

BUT WHAT DO I HAVE TA DO TO *MAKE HIM STOP?*

*HARRIET!* TELL MR. SIMMONS I *QUIT!*

I *CAN'T!* I JUST QUIT, TOO!

*IN WESTCHESTER...*

*MAN-WOLF!* THIS IS *SMYTHE*-- YOUR *MASTER!* MOVE OUT INTO THE *OPEN!*

THOSE *CONFINED QUARTERS* ONLY BENEFIT THAT BLASTED WALL-CRAWLER!

SUDDENLY...

LOOKEE *THERE*, WYOMING BILL. WANNA *ROPE* THAT CRITTER?

*YEW* ROPE 'IM, YA MANIAC. AH'M GITTIN' *OUTTA HERE!*

SPECIAL GUEST WYOMING BILL KELSO

BUT, BEFORE THE VETERAN RODEO SHOWMAN CAN GRACEFULLY MAKE HIS *FRANTIC* RETREAT...

AH'M GONNA *SUE* SOMEONE! AH'M GONNA SUE *EVERYONE!*

GROWL

FRANKLY, MARVELITE, WE DON'T THINK THE MAN-WOLF **CARES** ABOUT ANY IMPENDING LEGAL ACTION...

--*HIS* INTERESTS SEEM INTENT ON *ESCAPING*...

OBOY... BETTER *BRACE* THE OL' *LEGS*, WEB-HEAD...

MANNY'S CHUCKING A HALF-TON LIKE IT'S A *MEDICINE BALL!*

DON'T KNOW IF MY *WEBBING'LL HOLD IT!* IT'S BEEN LOSING ITS *STRENGTH* THESE PAST MONTHS...

AND LIKE A *FOOL* I HAVEN'T TAKEN THE TIME TO *CHECK IT OUT!*

THERE! I GOT A *BLOCKADE* SET UP-- AND IT'S *TRIPLE-STRENGTH!* BUT WILL IT BE *ENOUGH?*

APPARENTLY, IT IS. FOR THE NEXT MOMENT...

STUBBORN LITTLE CUSS -- HE'S GRABBED JONAH *AGAIN!*

MAYBE I OUGHTTA LET 'IM *KEEP* HIM!

HECK, WHAT AM I THINKING?

BEING WITH JONAH MIGHT GIVE FUZZ-FACE A *TERMINAL* HEADACHE-- IF NOT ACID INDIGESTION!

GOTTA GIVE MANNY CREDIT-- HE SURE MOVES FAST!
FROM 59TH STREET TO TIMES SQUARE-- IN ONE MINUTE!
LET'S SEE MARIO ANDRETTI BEAT THAT!
Canadian Dry
CocaCola
Club
GIVE ME YOUR HAND, JONAH-- WORM FREE!
LET GO, BLAST YOU! HE DOESN'T KNOW WHAT HE'S DOING! HE COULD KILL ME!
NO SUCH LUCK, FROG-FACE-- NOW MOVE!
JUMP DOWN TO THAT SIGN AND MAKE LIKE CLAUDE RAINS!
I'LL PRO--
FTOK
--TECT YOU--?
AND WHILE I DO, WHO'S GONNA PROTECT ME?
LESSON ONE: WATCH OUT FOR HIS RIGHT HOOK! IT'S A KILLER!
JUST GREAT, JONAH'S ROOTED THERE WITH HIS MOUTH HANGING OPEN LIKE AN AD FOR JAWS 2!
WHAT ARE YOU WAITING FOR, FLAT-HEAD? THE BUS TO SYOSSET?
RUN, YOU BOZO-- RUN!
THE BIG SHEEP
HANS THE HERDER
THOK

EASY DOES IT, FURRY... JUST WANNA GET YOU AS *FAR* AWAY FROM YOUR PARANOID PAPPY AS I CAN!

WE CAN WIND UP OUR LITTLE BATTLE RIGHT *HERE*...

BUT LET'S MAKE THIS *FAST!*

*LAVERNE AND SHIRLEY'S* ON IN JUST A FEW HOURS -- AND I *CAN'T* MISS IT!

*MEAN-WHILE...*

JOHN...*JOHN!* HOW CAN THIS HAPPEN TO *YOU*--TO MY *SON?*

YOU'RE A *HERO!*

*ONCE THE MEMORIES BEGIN, THEY COME **FLOODING**...*

*JONAH REMEMBERS JUST **MONTHS** AGO WHEN JOHN JAMESON **RETURNED** FROM EXILE ON THE **MOON.***

DAD, IT'S NOT ALL *GOOD NEWS!*

*AS SHOWN IN **MARVEL PREMIERE** #45-46. -- MW.

THE DOCTORS SAY THIS CHUNK OF *MOONSTONE* LODGED IN MY THROAT -- -- IS SLOWLY *POISON-ING ME!*

*IMPOSSIBLE!* THE DOCTOR'S ARE *LYING!*

THERE'S NO WAY *AROUND* IT. YOUR SON IS *DYING.*

*NEVER!* I WON'T PERMIT IT!

*IN DESPERATION, JONAH SOUGHT OUT DR. MARLA MADISON...*

I'M *SORRY*, DEAR... BUT IT'S *TRUE!* THE POISON IS *DESTROYING* JOHN.

THERE'S NO CURE TODAY. BUT--

THERE *IS* AN OUT! I *KNEW* IT! QUICKLY! WHAT IS IT?

*THE HOPE: CRYOGENICS!*

*JOHN JAMESON'S BODY WOULD BE **FROZEN** UNTIL A CURE FOR HIS DISEASE CAN BE DISCOVERED!*

I--I LOVE JOHN... IF ONLY THERE WAS SOME OTHER WAY.

BUT THERE ISN'T ANY, DEAR...

FOR NOW, WE CAN ONLY HOPE!

THE MEMORIES NOW END AS JONAH WATCHES HIS SON GRAPPLE WITH HIS LONG-HATED NEMESIS...

BUT DEEP WITHIN HIS HEART HE WONDERS FOR WHOM HE SHOULD BE ROOTING.

ACROSS TOWN, IN THE OFFICE OF K.J. CLAYTON, PUBLISHER OF THE NEW YORK DAILY GLOBE.

YOU WANTED TO SEE ME, K.J.?

BUSHKIN! FOR A CITY EDITOR, YOU'RE A DISGRACE!

WH-WHAT DO YOU MEAN, K.J.?

WHEN I BOUGHT THIS NEWSPAPER, I SWORE THERE WOULD BE INNOVATION--

--YET ALL I HAVE SEEN AROUND HERE IS DEAD WEIGHT!

DO YOU UNDERSTAND WHAT I AM SAYING, BUSHKIN?

Y-YES, K.J. ... I MEAN NO, K.J. I--I MEAN--

YOU MEAN NOTHING, BUSHKIN. WHAT YOU WILL DO IS FIND A BETTER STAFF. HIRE AWAY HALF THE BUGLE'S PEOPLE. PAY WHAT YOU HAVE TO!

I TRIED TO HIRE JOE ROBERTSON, BUT HE WON'T COME OVER-- NO MATTER WHAT WE PAY HIM.

THEN, BARNEY, START WITH THE LOWER ECHELON!

LOOK AT THESE PHOTOGRAPHS! THEY'RE WHAT MAKE PAPERS SELL!

I WANT THAT PHOTOGRAPHER, BUSHKIN!

BRING ME PETER PARKER OR CONSIDER YOURSELF FIRED!

GOOD DAY, BUSHKIN!

DAILY BUGLE

☆☆☆

SPIDER-MAN WALLOPS JIGSAW!

WALL-CRAWLER STOPS PIRATE

Experts say about 15 percent of the increase represents inflation: the higher cost of raw building materials, tradesmen's wages, and overhead associated with builders' costs generally.

Harold Glass,

WHAT ARE SPIDER-MAN'S MOTIVATIONS? by J. JONAH JAMESON

"What GDC has planned
your hair curl," he says. "A
to distrust those

MEANWHILE...

I CAN'T LET THAT MASKED FINK HURT JOHN!

HE PROBABLY TURNED MY SON INTO THE MONSTER IN THE FIRST PLACE!

B-BUT WHAT DO I DO? IF I STOP THAT COSTUMED CREEP, THE POLICE MAY SHOOT JOHN.

HEAVEN HELP ME, THAT BLASTED WALL-CRAWLER MAY BE MY ONLY SALVATION!

JONAH'S HAND WAVERS INDECISIVELY, WHILE...

UNGHH! ROLLED OUTTA THE WAY JUST IN TIME!

IF THAT CONNECTED, MY HEAD WOULD NOW BE BOUNCING ON THE BOWERY.

AS IT IS, HE STILL HAS ENOUGH POWER TO KNOCK ME FOR A LOOP!

HEY, WHATTAYA DOIN'?

WHAT DOES IT LOOK LIKE I'M DOING, HANDSOME? TAKING HUSTLE LESSONS?

SHEESH!

UNGHH, NOW IT'S HITTING ME... FEELING WEAK... HE MUST'A SMASHED ME HARDER THAN I THOUGHT.

GETTIN' DIZZY... CAN'T FOCUS MY EYES...

... BUT I CAN'T BLACK OUT... NOT NOW... NOT HERE!

WHILE SPIDEY VALIANTLY STRUGGLES TO HIS FEET...

GRROWRR

ST-STAND BACK, JOHN... GET AWAY FROM ME!

I KNOW YOU'RE NOT IN CONTROL OF YOUR ACTIONS--

-- BUT I WON'T LET YOU TAKE ME AGAIN!

GRRRRRR!

HEAVEN HELP ME... I CAN'T SHOOT!

EVEN IF HE IS A MONSTER... HE'S ALSO MY SON!

JOHN! WHAT IN HEAVEN'S NAME ARE YOU *DOING?* PUT ME DOWN!

HE WON'T LISTEN, AND THAT WEBBED MENACE IS STILL *UNCONSCIOUS!*

*BAH!* HE'S MOST LIKELY *FEIGNING* IT-- *LAUGHING* AT ME!

*WESTCHESTER...*

*NO!* GET UP, YOU FOOL-- *FOLLOW THEM!*

FOR MY PLAN TO SUCCEED, THE MAN-WOLF MUST DESTROY YOU AND JAMESON *TOGETHER!*

*FOLLOW THEM! FOLLOW* --CHOKE!

*AGGHHH!* MY HEART! TOO MUCH *PAIN--*

*AS SPENCER SMYTHE REACHES FOR A* **CHAIR**, *A GRIM SCENE UNFOLDS DOWNTOWN AT THE BROOKLYN BRIDGE...*

WHY WON'T YOU *TALK*, JOHN? TELL ME WHERE YOU'RE *TAKING* ME!

IT'S NO USE... HE WON'T *LISTEN*. HE DOESN'T SEEM TO *UNDER-STAND* ME.

HOW COULD THIS *HAPPEN?* I'VE BEEN A GOOD *MAN...* A BETTER *FATHER!*

DON'T YOU *REMEMBER* ME, SON?

EVEN THOUGH WE WERE *STRUGGLING* TO MAKE ENDS MEET, DON'T YOU REMEMBER ME SCRAPING UP MONEY FOR THE *BALL GAMES?*

THERE WERE SO *MANY* GAMES THEN--THE YANKEES, THE DODGERS--THE *GIANTS!* YOU'VE *GOT* TO REMEMBER, JOHN!

"YOUR *MOTHER* AND I WERE SO *PROUD* OF YOU... AND WHEN YOU *GRADU-ATED* HIGH SCHOOL, IT WAS THE *GREATEST* MOMENT OF OUR LIVES...

I LIKE IKE

"YOU'VE *ALWAYS* MADE ME PROUD... SO BRIGHT! SO HANDSOME... AGGRESSIVE-- YOU WERE MADE OF THE STUFF OF *HEROES!*

"PERHAPS I *WAS* WORKING TOO HARD TO SEE YOU MUCH, BUT I DID IT FOR *YOU*... FOR YOUR DEAR *MOTHER*, GOD REST HER SOUL.

"WHEN SHE *PASSED ON* I BECAME BOTH FATHER AND *MOTHER* TO YOU."

JOAN JAMESON

TELL ME YOU *REMEMBER* THAT, JOHN? -- WE WEREN'T TOGETHER ALL THAT MUCH WHILE YOU WERE GROWING UP, BUT I *CARED!*

JOHN! MY DEAR HEAVEN, *SPEAK* TO ME, JOHN!

*THE FIERCE GLOW IN THE MAN-WOLF'S EYES FADES FOR A MOMENT. WORDS ALMOST MAKE **SENSE** TO HIS ANIMALISTIC BRAIN...*

*EMOTIONS **SUBMERGED** BENEATH A CLOAK OF FUR BEGIN TO **SURFACE**.*

BY GODFREY, I CAN TELL YOU'RE BEGINNING TO *REMEMBER!*

YOU CAN *DO* IT, SON -- I *KNOW* YOU CAN!

*MEANWHILE...*

THE BLASTED FOOL IS GETTING *THROUGH* TO THE BEAST!

THAT *MUSTN'T* BE PERMITTED!

*MAN-WOLF!* THIS IS YOUR *MASTER!* GO -- TO THE TOP OF THE *BRIDGE!*

DO WHAT I *DEMAND*-- *NOW!!*

SUDDENLY...

JEHOSOPHAT! WHAT'S HAPPENING? HE WAS STARTING TO CALM DOWN, AND NOW-- ?

JOHN!??

BUT JONAH'S IMPLORING QUESTION IS ONLY ANSWERED WITH A FIERCE GUTTURAL GROWL. THEN, WITH A MIGHTY FOREARM, HE SCOOPS UP JAMESON, AND...

HE WON'T LISTEN TO ME... IT'S AS IF SOMETHING HAS TAKEN HIM OVER!

BLAST! WHERE'S THAT WEBBED FINK NOW?

YOU CAN NEVER TRUST THAT FILTHY WALL-CRAWLER WHEN YOU NEED HIM!

WHERE'S SPIDEY? LOOK FOR YOURSELF, WEBOPHILE...

NUTS! THIS DRIVING RAIN'S PLAYING HAVOC WITH MY SPIDER-SENSES... I CAN BARELY PICK UP A SIGNAL ANYWHERE!

MY ONLY CLUE IS THAT MANNY WAS HEADING DOWN-TOWN...

AND I'M SURE IT'S NOT FOR THE BARGAINS ON ORCHARD STREET.

WHOA... CLEAN LIVING AND TEETH BRUSHING WILL OUT ANY DAY!

WITHIN MOMENTS...

UNLESS MICHAEL LANDON'S DOING A REMAKE OF HIS OLD PIC-- THERE'S MY FUZZY-FACED FOE!

WOULDN'T YA KNOW IT--? HE PICKED HIGH GROUND TO STASH HIMSELF!

GOTTA GET JONAH TO SAFETY-- EVEN IF IT'LL MEAN HE'LL JUST WRITE ANOTHER NASTY EDITORIAL ABOUT ME!

SOMETIMES I WONDER WHY I LOVE THAT FLAT-HEADED FOOL.

WOMM!

IT CAN'T BE FOR HIS SUNNY DISPOSITION!

HOWDY, HAIRY-- MISS ME?

I CERTAINLY DIDN'T MISS YOU! SEE?

YOU FOUND ME?

DON'T REMIND ME, CHUCKLES! I MAY NEVER FORGIVE MYSELF!

ALL RIGHT, FUZZY, THIS TIME YOU'RE STAYING *PUT!*

GRRRR

HUNH? HE'S STARTING TO *SHAKE* ALL OVER...

IT'S LIKE HE'S *TINGLING*... CHANGING...

GOOD HEAVENS! HE *IS* CHANGING... BACK INTO JOHN JAMESON!

HOW? *WHY?*

UNHHHH...

JAMESON? YOU ALL RIGHT?

OUT OF MY *WAY*, YOU TWO-TIMING WALL CRAWLER!

YOU DIDN'T CALL ME THAT A FEW *SECONDS* AGO, MUMBLES!

...DAD...DAD? WHERE AM I?

YOU'RE *SAFE*, JOHN...I--UHH-- *RESCUED YOU!*

YOU AN' WHAT *SWAT-TEAM*, FLAT-TOP?

GO *SLEEP* IN A FURNACE, PUNK!

JOHN...SON... I WAS SO *WORRIED*... BUT YOU'RE WELL ...THANK HEAVEN, YOU'RE *WELL!*

WHATTAYA KNOW? JAMESON *CAN* BE A SOFTIE AFTER ALL!

*BUT...* *NO!* I WON'T BE ROBBED OF MY VICTORY! NOT NOW-- NOT *AGAIN!*

I STILL HAVE MY *ALTERNATE PLAN!* THE DEVICE I *IMPLANTED* IN THE MAN-WOLF.*

*SHOWN *LAST* ISSUE. -- MARV.

IF I CAN'T SLAY THE *FATHER*--

--THEN, BY HEAVEN-- I'LL *ROB* JAMESON OF HIS MOST CHERISHED LOVE!

KLIK

SUDDENLY...

AGGHHH! PAIN-- PAIN!

SON, WHAT IS IT?

OH NO-- JAMESON'S SPILLING BACK--

GOTTA SAVE 'IM... AND I CAN'T TAKE THE CHANCE OF WEBBING HIM UP FROM THIS HEIGHT!

NOT AFTER WHAT HAPPENED TO GWEN!

JUST GOTTA KICK OFF, PROPEL MYSELF FAST--

WHEW... GOT 'IM, BUT JUST BARELY!

HOLD ON, PAL-- HOLD ON!

TAKE IT EASY, JOHN! DON'T STRUGGLE... YOU'RE WORMING YOURSELF LOOSE... AND I HAVEN'T GOT A TIGHT GRIP!

THE RAIN'S MAKING IT DIFFICULT TO--

NO, SPIDER-MAN-- DON'T YOU SEE? IT'S NO GOOD!?

THERE'S SOMETHING INSIDE ME... IT'S HEATING UP... SOMETHING'S WRONG WITH ME!

IT'LL BE ALL RIGHT, JOHN-- I SWEAR IT... JUST HOLD--

IT'S OVER, SPIDER-MAN... YOU DID YOUR BEST, BUT I CAN TELL!

JUST DO ONE FAVOR FOR ME...

YOU MUST TELL MY FATHER--

--I-I LOVE HIMMMMMM...

AND...

PHASE ONE COMPLETE... AND NOW--

THWAK

HUH? A FLASH OF LIGHT AND SUDDENLY HE'S GONE!

I GOTTA BE DREAMING!

FWISH

SO WHY, IN THE PIT OF MY STOMACH DO I FEEL SO VERY, VERY SICK?

WHAT DO I TELL JONAH? HE COULDN'T SEE WHAT HAPPENED!

JOHN! JOHN?!? SPEAK TO ME, SON! WHERE ARE YOU?

JONAH--?

H-HE PUSHED HIMSELF AWAY FROM ME... I COULDN'T STOP HIM. AND THEN...

JONAH, ARE YOU LISTENING?

GET YOUR HANDS OFF ME, YOU FILTHY KILLER!

YOU LET MY SON DIE ON PURPOSE! FOR REVENGE AGAINST EVERYTHING I'VE EVER SAID ABOUT YOU!

WHAA? IS YOUR CLOCK BROKEN, JAMESON? I RISKED MY LIFE...I--

LEAVE ME ALONE, MURDERER...

FOR ONCE IN YOUR MURDEROUS LITTLE LIFE-- LEAVE ME ALONE!

BUT... BUT...

FOR ONCE, SPIDER-MAN IS STUNNED INTO SILENCE. THOUGH HE KNOWS BETTER, STILL HE WONDERS -- DID HE HESITATE TO SAVE JOHN JAMESON? HE REMEMBERS ANOTHER GOOD MAN WHO DIED BECAUSE SPIDER-MAN STOOD BACK WHEN HE SHOULD HAVE ACTED. THERE ARE NO EASY ANSWERS AS SPIDER-MAN TURNS AND LEAVES. HE SAYS NOTHING, AND HE SULKS QUIET AND ALONE ALL THROUGH THE NIGHT...

NEXT JUDGMENT DAY!

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# the AMAZING SPIDER-MAN®

...BATTLES THE MENACE OF THE LAST SPIDER-SLAYER!

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the insect's powers...and had, in effect, become a human spider...

## Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

MARV WOLFMAN / WRITER / EDITOR | KEITH POLLARD & M. ESPOSITO / ILLUSTRATORS | RICK PARKER / LETTERER | CARL GAFFORD / COLORIST | JIM SHOOTER / CON. EDITOR

# WANTED FOR MURDER: SPIDER-MAN!!

LET'S GET RIGHT TO THE POINT: J. JONAH JAMESON, PUBLISHER OF THE NEW YORK DAILY BUGLE, IS NOT A HAPPY MAN!

THE WHYS AND WHEREFORES WILL BECOME CLEAR AS YOU READ ALONG...

I DON'T CARE WHAT YOU SAY! SPIDER-MAN KILLED MY SON!!

AND SO HELP ME, I'LL SEE HIM FRY!

LG358

I WANT A *WARRANT* OUT FOR HIS ARREST IMMEDIATELY!

WHAT? WHAT DO YOU MEAN THERE'S NO *PROOF!* NO *BODY?* I *SAW* HIM KILL JOHN!

YOU SAY *MY* WORD ISN'T ENOUGH? IT WON'T HOLD IN COURT? BLAST YOU, TOWER-- DO YOU KNOW WHO I AM?

ONE EDITORIAL IN MY PAPER AND YOU'LL BE LOOKING FOR YOUR NEXT CASE IN A *LIQUOR STORE* AND NOT A LEGAL COURT!

OH YEAH? SAME TO *YOU,* TOWER!

IN OUT

STUPID MORON! JUST WAIT TILL HE SEES WHAT THE BUGLE CAN DO TO HIM!

YOU! KID! WHAT ARE YOU *BOTHERING* ME FOR?

SORRY, MR. JAME-SON--

--MR. ROBERTSON TOLD ME YOU WANTED TO SEE THE *MOCK-UP* OF OUR MORNING EDITION!

HE SAID IF YOU WANTED THE *HEADLINE* ANY BIGGER, YOU'D HAVE TO PRINT A SUPPLEMENT!

DAILY *Bugle*

**SPIDER-MAN KILLER!**

*"SPIDER-MAN KILLER!"* PERFECT, SIMPLY PERFECT! I'VE BEEN *WAITING* TO PRINT THAT HEAD-LINE FOR *YEARS!*

I JUST HAD A *BRILLIANT* IDEA--WE'LL *LOWER* THE PRICE TO A *DIME!* I WANT *EVERYONE* TO READ MY EDITORIAL!

WELL, ARE YOU *WAITING* FOR AN EARTHQUAKE? *MOVE! MOVE!*

THIS IS A *BUSINESS* NOT A NURSERY SCHOOL!

JONAH-- DO YOU HAVE A MOMENT?

MR. JAMESON, ABOUT THE *NUCLEAR THEFT* STORY--?

GET *LOST,* LESSMAN.

JONAH--?

FOLLOW ME, MARLA... WE'LL *TALK* ON THE RUN.

ALL RIGHT, ROBERTSON, WHAT'S THIS ABOUT YOU CUTTING OUT MY *EDITORIAL?*

WHO'S THE *BOSS* HERE, ROBERTSON? THE CITY EDITOR OR THE PUBLISHER?

SORRY, JONAH, BUT *LEGAL* SAYS YOUR COMMENTS WILL BE CONSIDERED *LIBELOUS*--SPIDER-MAN IS NEITHER *CHARGED* NOR PROVEN GUILTY.

YOU *CAN'T* ACCUSE HIM OF MURDER WITHOUT RISKING A *LAWSUIT!*

I DON'T GIVE A *HOOT* ABOUT *LEGAL*, ROBERTSON. SPIDER-MAN *KILLED* MY SON!

I WON'T STOP *HOUNDING* HIM UNTIL I SEE HIM *NAILED!*

LIKE ANOTHER INNOCENT MAN WAS NAILED, JONAH?

DON'T TALK BACK TO ME, *MISTER* ROBERTSON. SPIDER-MAN *KILLED* MY SON.

I'M NOT GOING TO BE *STOPPED*, ROBERTSON. YOU'VE MOLLYCODDLED ME LONG ENOUGH. BUT *NO MORE!*

I'LL *SEE* THAT MURDERER STRUNG UP IN TIMES SQUARE, SO HELP ME!

WHATEVER YOU SAY, JONAH. BY THE WAY, WHILE YOU'RE HERE, I NEED YOUR OKAY FOR A *SPECIAL ASSIGNMENT.*

THE EGYPTIAN DELEGATION IS FLYING INTO TOWN TOMORROW TO APPEAR AT THE *KING TUT* EXHIBITION.

PETER PARKER COULD USE SOME EXTRA MONEY. DO YOU MIND IF I ASSIGN HIM AND NOT A *STAFF* PHOTOGRAPHER?

PARKER? NO, IT *ISN'T* ALL RIGHT, ROBERTSON.

I DON'T KNOW HOW, BUT THERE'S ALWAYS BEEN SOME *CONNECTION* BETWEEN PARKER AND SPIDER-MAN!

I WANT PARKER *FIRED*--AS OF RIGHT NOW!

JONAH, THAT ISN'T PLAYING *FAIR.* PETER'S GIVEN YOU GREAT PHOTOGRAPHS IN THE PAST.

ROBERTSON, LET ME TEACH YOU THE *FACTS OF LIFE!*

I *OWN* THIS NEWSPAPER. I DON'T *HAVE* TO PLAY FAIR!

PARKER'S *FIRED!* PERIOD! *END* OF CONVERSATION!

I'M SURROUNDED BY SOFT-HEARTED AND SOFT-HEADED *LIBERALS!*

WHERE'S THEIR *GRATITUDE?* WITHOUT ME, THEY'D BE *WALKING THE STREETS!*

JONAH, YOU'VE GOT TO TAKE IT EASY! REMEMBER YOUR *HEART!*

C'MON, MARLA, I'VE GOT AN *IDEA!*

*MEANWHILE...*

SORRY, JONAH, BUT I DON'T THINK YOU KNOW WHAT'S *BEST* FOR YOU.

I'M *NOT* ABOUT TO FIRE PARKER BECAUSE YOU'RE ANGRY AT SPIDER-MAN!

NO MATTER THE CONNECTION BETWEEN THOSE TWO!

BUSY SIGNAL-- BLAST!

BETTY, KEEP TRYING PETER... HIS LINE'S *BUSY.* I HAVE TO SPEAK TO HIM.

NO PROBLEM, MR. ROBERTSON. I WON'T GET OFF THE PHONE.

BETTY, PLEASE-- IT'S *JOE.* MR. ROBERTSON'S MY *FATHER.*

*MEANWHILE, AT PETER PARKER'S CHELSEA PAD...*

GOT SOME GREAT NEW *PHOTOS...* JAMESON SHOULD *SNAP* THEM UP.

ABOUT TIME, I COULD USE THE MON--

AH, MARY JANE... YOU'RE *HOME.* GREAT!

LOOK, I'VE BEEN *THINKING,* AND IT'S NOT LIKE US TO *FIGHT.* CAN WE *TALK* THIS OVER, HUH?

I-I DON'T *KNOW,* PETE. CAN YOU GIVE ME A *REASON?*

AFTER EVERYTHING WE'VE *MEANT* TO EACH OTHER! ONE DATE, THAT'S ALL.

YOU *DON'T* HAVE TO BOTHER DRESSING UP. WEAR WHAT YOU'RE WEARING NOW. IT DOESN'T MATTER.

I'M *SURE* YOU'D JUST LOVE THAT, TIGER.

HUH?

ALL RIGHT, PETER. ONE DATE... TOMORROW. *SIX O'CLOCK,* IN FRONT OF THE *DISCO. DON'T* BE LATE.

SEEYA THEN, TIGER.

FAAANTASTIC! MAYBE WE CAN PICK UP WHERE WE LEFT OFF!

THEN I CAN SAY SORRY TO BETTY AND SHE'LL GO BACK TO NED WHERE SHE BELONGS.

PARKER, SOMETHING'S DEFINITELY WRONG. YOU'RE STARTING TO GET LUCKY!

I FINISHED MY LAST GYM CLASS AND I'M READY TO PICK UP MY DIPLOMA TOMORROW, AND--

RINGGG

THE PHONE?! DON'T TELL ME MARY JANE CHANGED HER MIND ALREADY!

HELLO, MAR--OH, ROBBIE, IT'S YOU. THANK GOODNESS! WHAT CAN I DO FOR YOU?

YEAH... YEAH, I UNDERSTAND. NO PROBLEM.

YOU HAVE TO BE THERE, PETER. I'M GOING OUT ON A LIMB FOR YOU. JONAH WOULD BE FURIOUS.

THE DELEGATES WILL BE AT THE EXHIBITION AT SEVEN TOMORROW NIGHT. I'LL HAVE A TICKET FOR YOU--

ALL RIGHT, TWO TICKETS. JUST DON'T LET ME DOWN.

BELIEVE ME, ROBBIE--THIS COULD BE THE ANSWER TO BOTH OUR PROBLEMS.

MJ AND I TAKE IN THE TUT EXHIBIT--INCREDIBLE!

I WAITED IN LINE FOR FIVE HOURS AND THEY WERE ALL SOLD OUT!

THIS HAS GOT TO IMPRESS HER.

YESSIR, THINGS ARE FINALLY GOING MY WAY!

I'M CLEARED BY THE POLICE, I'M GRADUATING TOMORROW AFTER FORGETTING A STUPID ONE-CREDIT CLASS--

-- I FIND A WAY OF GENTLY LETTING DOWN BETTY... ... AND I PICK UP AGAIN WITH MADCAP MARY JANE! WHO COULD ASK FOR ANYTHING MORE?

WHY AM I *KIDDING* MYSELF? EVERYTHING'S *NOT* ALL SUNSHINE AND SMILES!

FROM THE WAY JONAH STARED AT ME YESTERDAY, HE REALLY *BELIEVES* I MURDERED HIS SON.

I DIDN'T... I *KNOW* I DIDN'T... BUT HE COULDN'T *SEE* WHAT REALLY HAPPENED...

"JOHN JAMESON *PLUNGED* OFF THE BROOKLYN BRIDGE...

"... AND I LEAPED AFTER HIM.

"I THOUGHT FOR SURE I *HAD* HIM, BUT SOMEHOW HE *SQUIRMED* FREE--

"MAYBE MY *EYES* NEED TO BE EXAMINED, BUT HE DIDN'T FALL INTO THE RIVER--

FOOSH

"--SOMEHOW HE JUST *VANISHED*--INTO NOTHINGNESS.

I SEARCHED FOR HIS BODY, BUT IT WAS *GONE*--

--AS IF HE HAD JUST *DISINTEGRATED* INTO NOTHINGNESS--EH?

UH, OH. IT SEEMS I'VE GOT A SECOND-RATE MARIO ANDRETTI DOING HIS THING DOWN THERE.

THWIP!

WHEN ARE THESE *JOKERS* GONNA REALIZE THAT MANHATTAN ISN'T THE INDIANAPOLIS 500?

HUH? SPEEDY GONZALES *TORE* THROUGH MY WEB-BING LIKE IT WAS MADE OUTTA *PAPER!*

BLAST! I'VE BEEN MEANING TO REWORK THE WEB FORMULA--OH *NO!* THAT OLD LADY DOESN'T SEE HIM BARRELLING RIGHT AT HER!

ALL RIGHT, WEB-HEAD, GOTTA *TIME* THIS JUST RIGHT! ONE SECOND OFF AND EITHER SHE OR I'LL BITE THE DUST-- *THE HARD WAY!*

GOTTA *PROPEL* MYSELF FORWARD-- HOPE I LAND WHERE--

*DID IT!* AND JUST BY THE WEBBING ON MY UNION SUIT, TOO!

OH, MY GOODNESS-- IT'S *SPIDER-MAN!*

YOU GOT IT, LADY! I JUST *RESCUED YOU!*

YOU'RE A *MURDERER!* YOU KILLED POOR MR. JAMESON'S *SON!*

GET AWAY FROM ME! DON'T *TOUCH ME!*

HELP! *HELP! POLICE!* SPIDER-MAN'S *ATTACKING* ME!

LADY, YOU DON'T *NEED* HELP!

WHAT ARE YOU ANYWAY? A *BLACK BELT* WITH THE POCKETBOOK?

SHEESH! I TRY TO HELP AND I GET MY *HEAD* HANDED TO ME-- BY A LITTLE OLD LADY, NO LESS.

BUT I MUST BE A *GLUTTON* FOR PUNISH-MENT. I'M NOT DONE YET!

THERE'S STILL THE MATTER OF THAT WHEEL-SCREECHER TO STOP!

HE'S HEADING FOR THAT *BUILDING*... HIS *BRAKES* ARE OBVIOUSLY AS SHOT AS MY NERVES!

CAN'T USE MY WEBBING TO SLOW HIM DOWN, SO THAT LEAVES GOOD OLD-FASHIONED *MUSCLE-POWER!*

*AGGHHHH!* WHAT I WOULDN'T DO FOR THE POWER OF THE *HULK* RIGHT ABOUT NOW!

PAIN SHOOTING UP MY *ARMS*, AND THE *EXHAUST'S* BLOWING RIGHT INTO MY FACE--

BLASTED CAR'S JUST *DRAGGING* ME ALONG WITH IT-- SOMEHOW I GOTTA USE THE *CURB* TO ANCHOR MYSELF!

*WITH A GUT-WRENCHING SQUEAL, THE SPEEDING CAR IS SUDDENLY GROUND TO A HEART-RENDING HALT...*

:UNGGHHH: ARMS ALL BUT USELESS... AND THEY'RE PROBABLY *THREE FEET LONGER* THAN THEY WERE BEFORE!

GOTTA *REST*... THE WIND'S BEEN KNOCKED RIGHT OUTTA ME.

WOW! MISTER, WHATEVER YOU DID, *THANKS!* I THOUGHT I WAS A--

OHH, NO-- IT'S *YOU!* SPIDER-MAN!

P-PLEASE DON'T HURT ME... DON'T COME AT ME!

I DIDN'T MEAN TO LOSE CONTROL-- DON'T *HURT ME!*

HEY, SLOW DOWN, WHATTAYA TALKIN' ABOUT? WHO'S HURTING ANYONE? I JUST *SAVED YOU!*

S-STAY BACK...

*FEARFULLY, THE FRIGHTENED DRIVER LEAPS INTO HIS CAR, GUNS THE ENGINE, AND...*

NOW WILL *SOMEONE* PLEASE TRY EXPLAINING THAT?

I BREAK NEARLY EVERY BONE IN MY BODY TO SAVE THAT CREE--

HUH? THAT *HEADLINE* ON THE BUGLE--

DAILY B

SPIDER MAN KILLER

OH... MY... GOD!

ALL RIGHT, JAMESON, *NOW* YOU'VE DONE IT!

WE'VE BEEN *SPARRING* FOR *YEARS!*

--BUT NOW YOU'VE BLOWN IT, MISTER, *YOU'VE BLOWN IT!!*

THIS IS THE ADDRESS, MARLA. HE'LL HELP US. I'M SURE OF IT.

BUT, JONAH--

BZZZZZ

NO BUTS, MARLA, MY MIND IS SET!

WHO IS IT? COUGH WHO... JAMESON?!!

THAT'S RIGHT, SMYTHE. ONCE YOU PROMISED NEVER TO HELP ME AGAIN, BUT I NEED YOU.

MONEY IS NO OBJECT! I WANT THE BEST SPIDER-SLAYER YOU CAN BUILD!

COUGH COUGH EXCUSE ME, JAMESON. I'LL BE RIGHT BACK!

THE ASTONISHED SPENCER SMYTHE ENTERS THE BATHROOM AND TRIUMPHANTLY SHUTS THE DOOR BEHIND HIM...

COUGH COUGH IT'S BETTER THAN I DREAMED! I WANTED JAMESON IN MY CLUTCHES AND HE COMES WALKING RIGHT INTO MY LAIR.

THIS IS ALMOST TOO GOOD TO BE TRUE!

IT'S MY CHANCE TO PAY HIM BACK FOR EVERYTHING HE'S DONE TO ME!

BY FORCING ME TO BUILD SPIDER-SLAYER AFTER SPIDER-SLAYER, HE CONSTANTLY EXPOSED ME TO DEADLY RADIOACTIVE MATERIALS.

BUT BEFORE I DIE... I'LL SEE HIM DEAD... AND THAT INFERNAL WALL-CRAWLER, TOO!

AND NOW THAT BLITHERING FOOL HAS HANDED ME HIS DEATH RIGHT ON A SILVER PLATTER!

A MOMENT LATER, A SEEMINGLY CALM SPENCER SMYTHE RE-JOINS J. JONAH JAMESON...

WELL? WELL? WHAT'S YOUR ANSWER, SMYTHE? ARE YOU WITH ME?

YES, JAMESON, I'LL DO IT...

BUT WE MUST BE ALONE. SEND THE WOMAN AWAY.

ACROSS TOWN, A LITHE RED AND BLUE FIGURE LOWERS HIMSELF TO A CERTAIN WINDOW LEDGE...

TOWER! I HAVE TO SPEAK TO YOU -- NOW! JAMESON'S PUSHED ME TOO FAR! IF I DON'T GET HELP, I'M GONNA STRIKE BACK -- ANYWAY I HAVE TO!

SPIDER-MAN?!

COME IN, COME IN. BUT NEXT TIME PHONE FOR AN APPOINTMENT, WILL YOU? I'M USUALLY A BUSY MAN.

KNOCK IT OFF, TOWER! YOU KNOW WHY I'M HERE, AND YOU'RE ONE OF THE FEW CITY BOYS WHO DOESN'T SEEM TO WANT MY NECK IN A NOOSE! CAN I TALK FREELY?

JAMESON'S PUSHING ME TO THE *WALL* AND I DON'T KNOW WHAT TO DO!

HE'S *ACCUSED* ME OF KILLING HIS SON--

DID YOU *DO* IT?

HUH? *NO*, OF COURSE NOT! JOHN JAMESON *VANISHED* AS I TRIED TO SAVE HIM. HE *POOFED* OUT OF EXISTENCE.

LET ME PUT IT *THIS* WAY, SPIDER-MAN. WE *CAN'T* BOOK YOU. THERE'S NO BODY, NO REAL *PROOF*.

JAMESON *HATES* YOU AND HE'S PREDJUDICIAL. IF YOU'RE INNOCENT, *SUE* HIM FOR DE-FAMATION OF CHARACTER!

SUE? THAT'S *RIGHT!* I CAN DO THAT!

OF COURSE, YOU'LL HAVE TO *REVEAL* YOUR REAL IDEN-TITY! THE COURTS WON'T RECOGNIZE YOUR PSEUDONYM.

A MAN, EVEN JAMESON, HAS TO *FACE* HIS ACCUSED.

IN ORDER TO *SAVE* MYSELF, I'VE GOT TO *REVEAL* WHO I AM?

*NO!* I CAN'T. I *WON'T!*

*KRAK!*

OOPS... ER, SORRY, TOWER!

DON'T *WORRY* ABOUT IT, YOU'LL GET THE *BILL*.

I WISH *EVERYTHING* WERE SO SIMPLE. I'M *STUCK*. IF I SUE, I'LL GIVE AWAY EVERYTHING!

IF I DON'T, EVERYONE WILL THINK I'M *ADMIT-TING* MY GUILT!

I CAN'T WIN, CAN I? I'M SCREWED ANY WAY I TURN. WHAT CAN I DO?

I *CAN'T* OFFER LEGAL ADVISE, SPIDER-MAN.

BY THE WAY, THIS *MAIL* CAME FOR YOU.

THIS *ISN'T* YOUR PRIVATE POST OFFICE.

I'LL *WORRY* ABOUT THAT AFTER I'VE SOLVED MY OTHER PROB-LEMS!

LISTEN, THANKS FOR EVERYTHING!

DON'T MENTION IT.

OKAY, BLONDIE-- I WON'T! SEEYA!

MEANWHILE...

WELL, IS THIS ALL YOU'VE GOT TO SHOW ME SMYTHE?

IT LOOKS LIKE A KID COULD KNOCK OVER THAT BUG!

NOT SO, JAMESON. THIS IS THE FINEST SPIDER-SLAYER I HAVE EVER CREATED, MADE FROM UNSHATTERABLE METALS, IT RESPONDS INSTANTLY TO MY MENTAL COMMANDS.

IT HAS ALL THE STRENGTHS OF MY PREVIOUS DEVICES AND NONE OF THEIR WEAKNESS -ES.

BUT FIRST, LOOK AT THIS, TRY IT ON.

BAH! WHAT IS IT? LOOKS LIKE HANDCUFFS TO ME.

DON'T ARGUE WITH ME JAME-SON! DO AS I SAY!

TALK TO ME LIKE THAT, WILL YOU? WHEN WE'RE DONE WITH THIS, YOU'LL SUFFER TOO, SMYTHE. BELIEVE ME.

STOP DAWDLING, JAMESON. HERE, I'LL LOCK IT ON YOU.

LOCK? WHAT DO YOU MEAN?

I'VE DONE IT! JAMESON, YOU STUPID INSUFFERABLE FOOL! I'VE JUST KILLED YOU, BUT IT WILL TAKE 24 HOURS BEFORE YOU FALL.

WHAT'S THE MEANING OF THIS, SMYTHE? WHAT ARE YOU DOING? ANSWER ME!

ANSWERS? VERY WELL. LISTEN: I HATE YOU, JAMESON. I WAS A NORMAL SCIENTIST BEFORE YOU COR-RUPTED ME WITH YOUR INSANE DREAMS OF SLAYING SPIDER-MAN!

AND NOW, BECAUSE OF THE RADIOACTIVE MATERIALS I USED TO BUILD YOUR IN-SUFFERABLE SLAYERS, I'M DYING!

WHAT? I DIDN'T KNOW! HOW COULD I?

YES, I'M DYING... AND AFTER I'VE LURED SPIDER-MAN HERE-- YOU, TOO, SHALL DIE AS WELL!

AT LEAST ON MY DEATHBED I WILL HAVE ATTAINED MY VENGEANCE!

AS THE COLOR DRAINS FROM JAMESON'S FACE...

...LET'S LEAVE SPENCER SMYTHE AND RE-JOIN PETER PARKER IN HIS CHELSEA APARTMENT...

I'VE PUT OFF RE-WORKING MY WEB-FLUID FOR *MONTHS*...

...BUT SOMEONE COULD'VE *DIED* BECAUSE OF ME. I CAN'T WAIT ANY LONGER!

HMMM...UNLESS I'M WRONG, I'D SAY THE CHEMICAL *POLLUTANTS* IN THE AIR HAVE SLOWLY ALTERED MY CHEMICAL WEB-FLUID.

THIS NEW BATCH SHOULD BE STRONG AS EVER, BUT IT'S *OBVIOUS* I'D BEST MIX SMALL AMOUNTS AND KEEP THEM *FRESH* FROM NOW ON.

THAT'LL TAKE ABOUT AN *HOUR* TO SET, SO LET'S SEE HOW *I* FARE.

YEAH, I STILL HAVE MY *CRAZY-GLUE FINGERS*. I STICK TO THE WALLS WITH THE GREATEST OF EASE...

...WHICH COMES IN HANDY WHEN I HAVE TO SWAT A *FLY* ON THE CEILING.

GUESS I'M IN A-ONE CONDITION. I'M CERTAINLY *STRONG* AS EVER.

LIFTING THIS FRIDGE IS A *SNAP*.

UNFORTUNATELY, NOW I CAN SEE THE *DUST BUNNIES* THAT COLLECTED UNDER IT.

SO WHAT? I'M A SCIENTIST-TO-BE... NOT A *HOUSE-CLEANER!*

SAME WITH MY LITTLE TOESIES... NOTHING SHORT OF SEVERAL HUNDRED POUNDS COULD EASILY *DISLODGE* ME ONCE I'M STUCK IN PLACE.

YET, WHEN I WANNA, I CAN STILL TUMBLE DOWN SPIDEY-STYLE.

*VOILA!* A PERFECT TRIPLE SOM-ERSAULT!

SO MUCH FOR MY *PHYSICAL!* NOW WHAT?

MY MAIL? I WONDER WHO'D--OH, CLAREDGE ADVERTISING. THEY'RE THE ONES WHO'RE ***MERCHANDISING*** LIFE-SIZE SPIDER-MAN PUNCHING BAGS.

FIGURES, EVEN MY ***TOYS*** GET PUNCHED IN THE FA--***WHAT?***

THEY'RE ***CANCELLING OUT!!***

THEY SAY EVEN IF I'M INNOCENT OF JAMESON'S CHARGE, THERE'S TOO MUCH ***CONTROVERSY*** TO TAKE THE RISK?!

***BLAST!*** I FINALLY HAVE THE CHANCE TO MAKE ***BIG BUCKS*** AND THAT FAT-HEADED LITTLE CREEP ***RUINS*** IT!

THAT WAS MY ONE HOPE TO GET AUNT MAY THE BEST MEDICAL CARE MONEY COULD BUY!

IT WOULD GIVE ME THE CHANCE TO ***CONCENTRATE*** ON MY STUDIES SO I WOULDN'T HAVE TO ***TEACH*** PART-TIME!

***KAA-NG!***

I WANT JAMESON RIGHT HERE--I WANNA ***STRANGLE*** THAT UGLY LITTLE FACE OF--

WHY? ***WHY*** DO I ALWAYS DO THIS TO MYSELF?

I'VE PUT UP WITH JAMESON'S GARBAGE LONG ENOUGH. IT'S TIME THE TWO OF US HAD A ***SHOWDOWN.***

HE SITS BEHIND HIS DESK MAKING ***ACCUSATIONS*** WITHOUT CARING.

WELL, IT'S ABOUT TIME FLAT-HEAD HAD A CARE ABOUT SOMETHING!

I'M GONNA BARGE INTO THAT FANCY OFFICE OF HIS AND SHOW HIM HOW HIS STUPID EDITORIALS CAN MAKE SOMEONE REAL MAD!

AND THAT SOMEONE IS ***ME!***

AND, LIKE THEY SAY ON THAT T.V. SHOW--HE'S NOT GONNA LIKE ME WHEN I GET MAD!

I'VE RESCUED THAT DUNDER-HEAD A DOZEN TIMES, AND ALL I EVER GET IN THANKS IS ANOTHER ROTTEN EDITORIAL *BLASTING* ME TO PIECES.

I'VE BEEN A *FOOL* NOT TO FIGHT BACK.

WHAT GOOD ARE MY BLASTED POWERS IF I DON'T TAKE *ADVANTAGE* OF THEM WHEN I NEED TO?!

MAKING A *BASKETBALL* OUTTA THAT GUY'S HEAD HAS BEEN TOO LONG IN COMING.

I WASN'T *BORN* INTO THIS WORLD TO BECOME THAT SHORT-HAIRED BUFFOON'S PERSONAL *SCAPEGOAT!*

BUT, SO HELP ME, THAT'S GONNA END... TODAY... *RIGHT NOW!*

MR. J. JONAH JAMESON AND I ARE A'HEADIN' FOR A *SHOW-DOWN!*

*BUT--*

*--UNKNOWN TO THE ANGRY WALL-CRAWLER, HIS EVERY MOVEMENT IS BEING CAREFULLY **OBSERVED.***

*THEN--*

HUNH? MY SPIDER-SENSES ARE TINGLING AWAY LIKE *MAD!*

DANGER-- COMING UP FROM *BEHIND*-- BUT *WHAT?*

STEEL THREADS WRAPPING AROUND ME... SOMEONE'S GONE TO SOME GREAT EXPENSE TO *TIE ME UP!*

OH, MY ACHING BACK-- I DON'T BELIEVE IT! A *SPIDER-SLAYER!*

I THOUGHT THOSE JOKERS WENT OUT OF STYLE WITH *HIGH-BUTTON SHOES!*

HMMM. IT'S OBVIOUS JONAH WANTS TO *END* OUR FEUDING, TOO-- ONLY *HIS* METHODS ARE A LITTLE BIT MORE *PERMANENT.*

NOT THAT HE'LL SUCCEED. I'VE SMASHED HIS LITTLE TOYS IN THE PAST. I CAN DO IT AGAIN.

THERE! ITS ADHESIVE POWERS AREN'T AS STRONG AS MINE!

I'VE PULLED IT OFF THE WALL-- WHAA?

IT'S RIGHTED ITSELF... FALLEN ON ITS LEGS. IT MUST HAVE AN IMPROVED GYROSCOPE FOR BALANCE.

CAN'T DO MUCH MORE TIED UP IN THIS STEEL TRUSS... I NEED MY FREEDOM!

SNAPP!

WHOEVER BUILT THIS MUST'VE BEEN SO SURE HE'D GET ME ON THE FIRST TRY THAT HE DIDN'T MAKE THESE BANDS STRONG ENOUGH!

UH, OH, THE SPIDER-SLAYER'S CHARGING LIKE A MAD BULL!

LET IT... I'LL BE LONG GONE!

NUTS! IT'S CLIMBING UP THE WALL RIGHT AFTER ME... IT'S AS FAST ON ITS FEET AS I AM.

ONLY IT NEVER TIRES... AND EVEN GOOD SPIDEYS GOTTA FALL DOWN AT THE END OF THE DAY.

SO I CAN'T KEEP RUNNING. I'VE GOTTA SMASH IT ONE WAY OR ANOTHER!

SOMETHING TELLS ME WHAT I'M ABOUT TO DO IS VERY, VERY STUPID!

BUT I GOTTA TRY!

I CAN'T LET JAMESON BEAT ME!

SKRAKK!

THAT'S MUSIC TO MY EARS, EVERY TIME I PUNCH IT, I KEEP PRETENDING HE'S JONAH!

WHAA-- IT *TWISTED* OVER, LEAPED OFF THE ROOF AND IT'S TAKING ME WITH IT!

GOT TO GET *LOOSE* SOMEHOW...

BLAST... NO WEBBING! I FORGOT I LEFT IT ON THE COUNTER TO SETTLE... DIDN'T THINK I'D *NEED* IT JUST TO PUSH AROUND JAMESON.

NO WAY TO *BRACE* MYSELF, THE THING'S PREVENTING ME FROM ROLLING OVER--I'M GONNA *HIT* THE SIDEWALK HARD.

ALL I CAN DO IS LET MYSELF *GO*... FLOW WITH THE FALL AND HOPE IT DOESN'T DO ANYTHING PERMANENT TO--

*BUT...*

**KRUNCHHH!**

UNNNGHGNHHH!

AS I ANTICIPATED... MY SPIDER-SLAYER WAS *SUCCESSFUL!*

SPIDER-MAN IS *UNCONSCIOUS*... ≥COUGH≤ ≥COUGH≤

AND HE WILL *REMAIN* SO UNTIL I RETURN HIM TO MY LAB.

≥COUGH COUGH≤... THEN I SHALL HAVE THE ≥COUGH≤ PLEASURE OF WATCHING HIM *DIE!*

WLCM SPDMN...

WELCOME, SPIDER-MAN...

...BACK TO THE LAND OF THE *LIVING!*

THOUGH, I ASSURE YOU, THAT WILL BE A MOST *TEMPORARY* CONDITION.

SPENCER SMYTHE! WHAT'S GOING ON HERE? WHY AM I *SHACKLED?*

I WOULD TAKE IT *EASY* :COUGH: IF I WERE YOU, WALL-CRAWLER.

YOU SEE, MY FRIEND, :COUGH: THE SHACKLE THAT BINDS YOU TO J. JONAH JAMESON IS, IN REALITY, A VERY DEADLY *EXPLOSIVE!*

:COUGH:--ONE THAT IS *PRIMED* TO BLOW IN 24 *HOURS!*

...AND, NEEDLESS TO SAY, MY TWO SOON-TO-BE-DEPARTED FRIENDS--YOU CAN *NOT* REMOVE THE SHACKLE WITHOUT BRINGING ON YOUR DEMISE THAT MUCH SOONER!

BY TOMORROW YOU WILL BOTH BE *DEAD!*

AND SPENCER SMYTHE SHALL HAVE HAD HIS *REVENGE!*

23:59:58

NEXT ISSUE

# 24 HOURS till DOOMSDAY!

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# the AMAZING SPIDER-MAN®

SMYTHE! WHAT HAVE YOU DONE TO US?!?

I'VE LOCKED YOU BOTH TO THAT BOMB, FOOL--

--AND IT'S PRIMED TO BLOW IN 24 HOURS!

## 24 HOURS TO DOOMSDAY!

POLLARD + McLEOD

While attending a demonstration in radiology, student PETER PARKER was bitten by a spider which had accidentally been exposed to RADIOACTIVE RAYS. Through a miracle of science, Peter soon found that he had GAINED the arachnid's powers...and had, in effect, become a human spider...

# Stan Lee PRESENTS: THE AMAZING SPIDER-MAN®

MARV WOLFMAN / SCRIPT / EDITOR | KEITH POLLARD & JIM MOONEY / ILLUSTRATORS | D. ALBERS • LETTERS / GLYNIS W. • COLORS | JIM SHOOTER / CON. EDITOR

## 24 HOURS TILL DOOMSDAY!

INSTANT SYNOPSIS DEPT.: AFTER BEING DEFEATED BY A DEADLY SPIDER-SLAYER, SPIDER-MAN FINDS HIMSELF SHACKLED TO A SOMEWHAT STARTLED AND FRIGHTENED J. JONAH JAMESON.

SPENCER SMYTHE! WHEN I SAW THAT DUMB SPIDER-SLAYER, I SHOULD HAVE REALIZED... YOU WERE BEHIND IT!

-COUGH- THAT I AM, YOU LITTLE FOOL-- AND THIS TIME I'VE SUCCEEDED IN DESTROYING YOU!

YOU HAVE 24 HOURS TO LIVE, WEB-SLINGER-- 24 SHORT HOURS BEFORE BOTH YOU AND JAMESON ARE SENT TO THAT GREAT SPIDER-WEB IN THE SKY!

COUGH!

LG 388

WHAT THE HECK ARE YOU YAKKING ABOUT, SMYTHE? IF YOU THINK THIS DOOHICKEY OF YOURS WILL--

THAT IS NOT A ***PLAY TOY,*** YOU ≡COUGH≡ GLIB-TONGUED DOLT-- IT IS A SPECIALLY CREATED ***BOMB***-- AND IT'S PRIMED TO BLOW IN 24 HOURS!

SHOULD YOU ATTEMPT TO ***REMOVE*** IT BEFORE THEN, IT WILL ***EXPLODE*** THAT MUCH SOONER!

WHY ARE YOU DOING THIS TO ME, SMYTHE? I'VE GIVEN YOU MONEY--***EVERYTHING!***

23:56:31

STAND BACK, HOT-HEAD, I'LL MAKE THIS PIPSQUEAK START TALKING...

N-NO, SPIDER-MAN-- EVEN YOU CAN'T FORCE ME TO REVEAL THE SECRET OF THAT BOMB-- I'VE TOLD YOU BEFORE: I'M ALREADY ***DYING!***

AND ALL I WANT IS TO SEE MY TWO MOST HATED ***ENEMIES*** DIE BEFORE MY EYES CLOSE FOREVER.

YOU ***MANIAC!*** WHY ARE YOU DOING THIS TO ME? LOOK, I'LL GIVE YOU ANYTHING! MONEY! DOCTORS! THAT'S IT-- I'LL PAY FOR THE BEST ***MEDICAL CARE*** AVAILABLE!

IT'S OF NO USE, JAMESON--≡COUGH≡ MY CONDITION HAS DETERIORATED BEYOND ALL HOPE!

AND I HAVE ALREADY EXPLAINED MY REASONS TO YOU! YOU ***FORCED*** ME TO CREATE SPIDER-SLAYER AFTER SPIDER-SLAYER...

THE ***PLUTONIUM*** NEEDED TO POWER MY CREATIONS SLOWLY ***POISONED*** ME. BY THE TIME I LEARNED THE TRAGIC TRUTH ≡COUGH≡ IT WAS ALREADY TOO LATE.

BUT, YOU ***CAN'T*** DO THIS TO ME. IT'S NOT RIGHT!

JAMESON, WHY DON'T YOU SHUT UP ALREADY?

WHAT'S DONE IS ***DONE***--

--AND SINCE I'M NOT GONNA STAND HERE AND ***ARGUE*** WITH THAT MANIAC, I'M ***SPLITTING!***

***WAIT!*** WHAT ARE YOU DOING? YOU'RE DRAGGING ME WITH YOU!

PUT ME DOWN! ***PUT ME DOWN!***

I'D **LOVE** TO--YOU'VE BEEN PUTTING **ME** DOWN FOR YEARS!

UNFORTUNATELY, WE'RE **STUCK** TOGETHER... AND I DO MEAN STUCK!

GO--**RUN!** BUT I'LL STILL HAVE THE LAST LAUGH!

SO HELP ME, WALL-CRAWLER--I'LL **SEE** YOU BOTH DEAD!

FAR FROM SPENCER SMYTHE'S WESTCHESTER-LAB, OVER THE NEW YORK SKYSCRAPERS, THERE CAN BE HEARD A STRANGE, SINISTER **BUZZING**...

...AS A LITHE, SILENT FIGURE ARCS A SWIFT PATH TOWARD KENNEDY AIRPORT.

THE **EGYPTIAN DELEGATION** IS TO ARRIVE FROM CAIRO IN FIFTEEN MINUTES.

AND THOUGH, BY CAR, THE TRIP CAN TAKE UPWARDS OF ONE HOUR...

...THE **FEARSOME FLY** WILL ARRIVE AT THE **AIR-EGYPT TERMINAL** WITH MINUTES TO SPARE.

MEANWHILE, IN THE FRANTIC OFFICES OF THE DAILY BUGLE...

BETTY, SEE IF YOU CAN GET PETER PARKER ON THE PHONE.

YES SIR, MR. ROBERTSON.

PARKER? DIDN'T JAMESON **FIRE** HIM?

HE DID, DONALDSON, BUT DESPITE THAT, I'VE GIVEN HIM AN ASSIGNMENT.

THE ONLY PROBLEM SEEMS TO BE PETER PARKER CAN'T BE FOUND ANYWHERE.

I TOOK A **RISK** OVERRIDING JONAH'S ORDERS... I PRAY FOR PARKER'S SAKE, HE DOESN'T MAKE ME REGRET IT.

PUT ME **DOWN,** YOU WEBBED FINK! I'M NOT A SACK OF POTATOES!

I SAID PUT ME DOWN! DID YOU **HEAR ME?**

YEAH, YEAH, BUT I'M TRYING TO PRETEND I DIDN'T!

WHAT I DON'T NEED RIGHT NOW IS A **STOMACH ACHE** LISTENING TO YOU RANT LIKE A MADMAN!

THAT DOES IT, YOU WALL-CRAWLING CREEP! I'VE **HAD** IT FROM YOU!

WHO DO YOU THINK YOU ARE TELLING J. JONAH JAMESON WHAT TO DO?!

IN FACT, LET'S JUST SEE THE FACE BENEATH THAT MASK. I WANT TO KNOW WHO **MURDERED** MY SON!

HEY! **MY MASK!**

IF HE PULLS IT OFF, HE'LL KNOW I'M PETER PARKER. I'LL BE **SUNK!**

NEVER DO THAT AGAIN, YOU MANIAC! OR I'M LIABLE TO FORGET WE'RE ON THE SAME SIDE!

YOU'RE THREATENING TO **DROP** ME? YOU WOULDN'T DARE!

DON'T **TEMPT** ME, PORK-FACE!!

YOU'VE CALLED ME A MENACE FOR **YEARS** NOW!

I MIGHT AS WELL LIVE UP TO ALL THAT **BULL** YOU'VE BEEN DISHING OUT!

AND LET'S SET THE MATTER STRAIGHT ON SOMETHING ELSE, TOO-- I **DIDN'T** MURDER YOUR SON.

**HAH!** YOU EXPECT ME TO BELIEVE THAT AFTER YOU ALMOST DROPPED ME?

HOW COULD I, YOU MORON-- WITHOUT DROPPING **ME** AS WELL?

DON'T TRY TO **SWEET-TALK** ME, WALL-CRAWLER. BEFORE I DIE, I'LL **PROVE** YOU'RE A KILLER.

SPIDER-MAN? BUT WHAT'S HE **DOING?**

YOU'RE FORGETTING SOMETHING, FLATHEAD-- WE MIGHT **BOTH** DIE, AND VERY SOON...

**AS THE WALL-CRAWLER AND AN ANGRY J.J.J. ENTER CONNERS' N.Y. LAB, SPIDEY EXPLAINS THEIR PERILOUS PREDICAMENT...**

**MEANWHILE, TIME IS RUNNING OUT, AND ALL THAT REMAINS IS... 19:45:08.**

THIS MURDERER KIDNAPPED ME. I DEMAND TO SEE THE POLICE!

DON'T LISTEN TO HIM, CURTIS-- HE DROPPED HIS BRAINS SOMEWHERE ALONG 38TH STREET AND THEY ROLLED DOWN A SEWER DRAIN...

YOU THINK YOU CAN **HELP** WITH THIS BOMB?

...IF WE DON'T GET THIS TINKER-TOY TIMEBOMB OFF OUR WRISTS!

CURT CONNERS! THANK GOODNESS YOU'RE IN **TOWN.** I FIGURED YOU'D BE HERE FOR THE SCIENCE CONVENTION.

SPIDER-MAN? YOU AND JAMESON TOGETHER? WHAT'S WRONG?

I'LL DO WHAT I CAN, SPIDER-MAN! LET'S HURRY, THERE ISN'T MUCH TIME.

**SHORTLY...** I'VE GOT A READING...THERE IS A HIGHLY COMPRESSED **PLASTIQUE EXPLOSIVE** INSIDE, SPIDER-MAN. IT WORKS ON A **PRESSURE PRINCIPLE.**

WHO IS THIS ONE-ARMED MAN, CREEP? WHAT'S HE DOING?

DON'T HAVE TO TELL HIM CURT CONNERS IS REALLY THE LIZARD. THAT'D BLOW POOR JONAH'S MIND.

HE'S A **FRIEND,** JAMESON-- SOMETHING **YOU** WOULDN'T KNOW ANYTHING ABOUT.

FROM WHAT I CAN TELL, IF WE MAKE ANY ATTEMPT TO **REMOVE** THE SHACKLE, THE CHANGE IN PRESSURE WILL DETONATE THE BOMB.

*SUDDENLY, THE HALL OUTSIDE THE SMALL LAB COMES ALIVE WITH THE SOUND OF RUNNING FEET. THEN, A MOMENT LATER...*

ALL RIGHT-- NO ONE *MOVE!* SPREAD YOUR LEGS WIDE AND **FREEZE!**

**SKA-RASHHH!**

WHERE'S SPIDER-MAN? HE WAS SEEN **DRAGGING** SOMEONE IN HERE!

*MEANWHILE...*

FOLLOWED THE CREEP HERE FROM THE AIRPORT-- AN' NO ONE'S THE **WISER!**

NOW TA GET WHAT I CAME FOR!

AWRIGHT, PUNK, DON'T BUDGE... NOT UNLESS YER ITCHIN' FOR TROUBLE!

AN' BELIEVE ME, **THE FLY** IS READY FOR ANYTHIN'!

BY ALLAH! WH-WHO ARE YOU?

JUST A JOE WHO WANTS SOMETHING YOU GOT, BIG-SHOT.

AN' WHAT I WANT, I USUALLY **TAKE!** GOT THAT?

**WAKKO!**

YEAH, HERE IT IS, THE INVITE TO THE **KING TUT EXHIBIT!**

WITH THIS, I'LL MAKE A MILLION!

LET'S GET THIS **STRAIGHT,** JAMESON. YOU SAY SPIDER-MAN **KIDNAPPED** YOU?

BETTER BELIEVE IT, TOWER. HE AND THAT CREEP SMYTHE PUT THIS **BOMB** ON MY WRIST!

SURE, JONAH, AND I ACCIDENTALLY CLAMPED IT ON **MY** WRIST AS WELL, RIGHT?

HE'S A **KILLER,** TOWER! I DEMAND YOU ARREST HIM FOR MY SON'S DEATH!

DO WE REALLY HAVE TO GO THROUGH THIS ROUTINE AGAIN?

*MEANWHILE DOWNTOWN IN POLICE HEADQUARTERS...*

JAMESON, I'VE ALREADY TOLD YOU WE HAVEN'T EVIDENCE TO HOLD HIM. AND AS FOR YOU, SPIDER-MAN--DON'T YOU HAVE THE **BRAINS** NOT TO TRAIPSE ACROSS MANHATTAN WITH A LOADED TIMEBOMB?

OR PERHAPS I'VE BEEN CREDITING YOU TOO MUCH OF LATE.

D.A. TOWER--

I'M SORRY, THE BOMB'S UNLIKE ANY-THING I'VE SEEN BEFORE.

BUT CAN YOU **REMOVE** IT?

STOP **SMIRKING** BEHIND THAT MASK, YOU FINK! I'LL GET YOU YET!

AW, GO BLOW IT OUT YOUR NOSE, JAMESON.

FRANKLY, I DOUBT IT. IT'S TOO RISKY.

I'M **SORRY,** BUT WE WON'T STOP **TRYING!**

**NO!** THIS CAN'T BE HAPPENING! I'M J. JONAH JAMESON! I CAN'T BE BLOWN APART! I'VE GOT A NEWSPAPER TO RUN!

OF COURSE, YOU'LL HAVE TO STAY **IS-OLATED,** BUT--

FORGET THAT, TOWER! I'M NOT WAITING HERE WHILE YOU GUYS WATCH US BUY THE FARM!

SPIDER-MAN-- **DON'T!**

HE'S GOING TO **KILL ME!** HELP! SAVE ME!

JONAH, FOR ONCE, SHUT UP!

*BUT THE POLICE ARE HELPLESS AS SPIDER-MAN VANISHES INTO THE MID-MORNING SHADOWS. HOWEVER, ELSEWHERE...*

FLASH? THIS IS BETTY BRANT! LISTEN, PETE'S PICKING UP HIS DIPLOMA TODAY AT FOUR. I THOUGHT WE'D **SURPRISE** HIM BY SHOWING UP.

GREAT IDEA--THE POOR GUY'S GONE THROUGH THE MILL TO GET THAT PAPER. WE'LL ALL BE THERE!

PARKER'S MAKING HIS GRADUATION **OFFICIAL,** AND WE'RE PLAYING WITNESS. LET'S GO!

*AND...* I'LL PROBAB-LY **REGRET** THIS, BUT I SHOULD CALL MARY JANE. SHE'D WANT TO BE THERE, TOO, I'M SURE.

BUT, IN THE APARTMENT OF MARY JANE WATSON A MOMENT BEFORE BETTY BRANT-LEEDS CAN DIAL HER PHONE...

WISH I KNEW WHY I'M SEEING PETE AGAIN... IF ONLY HE WEREN'T SO **INSISTENT!**

HEY, I JUST REALIZED SOMETHING--I'M ACTUALLY **SCARED!** ABOUT DATING PETE?

NO...I STILL DIG THAT BROWN-EYED HUNK. BUT WHAT IF HE **PROPOSES** AGAIN?

I DON'T THINK I CAN GO THROUGH THE **TRAGEDY** OF MARRYING, ONLY TO BREAK UP--LIKE BETTY AND NED...

...OR LIKE MOM AND DAD SO MANY YEARS AGO...

**SLAMM!**

**RINGGG!**

MEANWHILE...

I'M GETTING **SICK,** YOU MANIAC! PUT ME **DOWN!** AND I'M **HUNGRY!** I WANT TO **EAT!**

SURE YOU DON'T HAVE ANY MORE **DEMANDS,** FAT-HEAD?

HOW ABOUT A **LIMOUSINE** TO TAKE YOU TO THE **CEMETERY** WHEN THE BOMB GOES BOOM?

C'MON, YOU CAN THINK OF SOMETHING ELSE YOU WANT, CAN'TCHA?

DROP DEAD, FINK!

AH **HA!** SEE HOW EASY IT IS IF YOU TRY?

I HAVE TO THINK A WAY OUTTA THIS MESS, FLAT-HEAD. WE'VE ONLY GOT A FEW MORE **HOURS.**

AN' I'LL BE **HANGED** IF I'M GONNA WASTE 'EM WATCHING YOU **GOUGE** YOURSELF!

'SIDES, **I'M** STARVING, TOO, BUT I CAN'T EAT AND LET JONAH SEE MY **JAWLINE.**

HE'S LIABLE TO RECOGNIZE IT AS PETER PARKER'S!

I'LL GIVE YOU A **BREAK,** JONAH... I'M NOT USED TO **HOPPING** AROUND THIS CITY LUGGING 180 POUNDS OF **DEAD WEIGHT.**

IF ONLY I HAD SOME **WEBBING**...BUT I CAN'T DRAG JONAH BACK TO MY APARTMENT FOR THE NEW BATCH I MIXED UP AND FORGOT TO TAKE.

HEY! MY SPIDER-SENSE IS GOING CRAZY--SOMETHING'S **WRONG!**

THE ONLY THING WRONG HERE, FREAK--IS **YOU!**

THUD!

AS USUAL, JAMESON--YOU'RE WRONG!

OH, NO--NOT YOU--THE FLY!

BZZZZZ

I WAS WONDERING IF YOU'D REMEMBER ME, JAMESON. AFTER ALL, YOU CREATED ME.

YOU PAID DR. HARLAN STILLWELL A FORTUNE TO BUILD A SUPER-BEING CAPABLE OF DESTROYING SPIDER-MAN!*

*SPIDER-MAN ANNUAL #10.--MARV.

AND STILLWELL SUCCEEDED, DIDN'T HE? IN EVERY WAY, I CAN MATCH AND EXCEED THE WALL-CRAWLER!

WH-WHAT DO YOU WANT WITH ME?

WITH YOU, JAMESON? NOTHING! I JUST DON'T WANT SPIDER-MAN INTERFERING WITH ME!

THEN YOU'D BETTER LEARN WHEN A GUY'S PLAYING POSSUM, FLY!

THAT'S WHAT I LIKE ABOUT YOU, FLY--YOU NEVER LET THE FACTS INTERFERE WITH YOUR STUPIDITY!

YOU'RE CONSCIOUS? BUT THAT'S IMPOSSIBLE!

GET ME AWAY FROM THAT LUNATIC, SPIDER-MAN! HE ATTACKED ME THE LAST TIME WE MET!

OH, SHUT UP, JONAH--Y'KNOW SOMETHING--BETWEEN SPIDER-SLAYERS AND FLYS AND ALL THE OTHER GIMMICKS YOU'VE COOKED UP TO GET RID OF ME--

--YOU'VE PROBABLY SPENT WELL OVER A MILLION BUCKS! WHY DIDN'T YOU JUST GIVE ME THE MONEY?

I'D'VE BEEN ON THE FIRST BUS TO CLEVELAND BY MORNING.

THE ONLY PLACE YOU'RE GOING, WEB-HEAD--IS TO YOUR GRAVE!

BZZZ

REALLY? I NEVER WOULD'A NOTICED!

HE'S BACK! HE'S BACK!

SHEESH!

I'VE PLANNED THE BIGGEST ***CAPER*** OF MY CAREER, AN' I'M NOT GONNA LET ***YOU*** SCREW IT UP!

GOT THAT, CREEP?

WITH JONAH DANGLING FROM MY HAND, I CAN'T FIGHT BACK--NOT WITHOUT ***DISLO-CATING*** EVERY BONE IN HIS SCRAWNY LITTLE BOD.

BESIDES, I DON'T HAVE THE TIME TO WASTE FIGHTING THIS FIFTH-RATE FLYING FRISBEE!

MISTER, I DON'T CARE IF YOU'RE PLANNING ON HIJACKING THE ***WORLD TRADE CENTER--***

--ALL I WANNA DO IS GET OUTTA HERE, AN' FAST!

***WOK!***

YOU EXPECT ME TO ***BE-LIEVE*** THAT, FOOL? AFTER YOU HUNTED ME DOWN?

***ULP!*** HIS WINGS ARE SETTING UP AN ***ULTRA-SONIC BACK-LASH---***

BZZZZZZZZZZZZZZ

THAT ***NOISE***, WHAT IS IT, SPIDER-MAN? IT'S ***DEAFENING!***

--DRI-VING ME INTO THE WALL!

SHUT YOUR ***TRAP***, JONAH--

--WE'RE SPLITTING-- THE ***HARD WAY!*** STRAIGHT ***UP!***

***BTOK***

YOU CAN'T LEAP BEHIND ME, SPIDEY--IT JUST DOESN'T WORK--

--NOT WITH A GUY WHO CAN SEE IN ***EVERY DIRECTION AT ONCE!***

***SMAK***

HE CLOBBERED ME WITHOUT TURNING--BUT HOW?

DON'T TRY TO BACK AWAY FROM ME, WALL-CRAWLER--TAKE YOUR PUNISH-MENT LIKE A ***MAN!***

GOTTA KEEP MOVING-- FOR JONAH'S SAKE!

***SKOK!***

ONLY HE KEEPS RUNNING SCARED, THROWING ME OFF MY PRECIOUS ***BALANCE!***

LOOK AT YOU CRUM-BLE, FOOL--BUT THEN I KNEW YOU WOULD!
I HAVE THE PRO-PORTIONAL STRENGTH OF A FLY!
SWAK!
GO SWAT YOURSELF, CHUCKLES!
YOU LAUGH, DOLT, BUT MY STRENGTH IS FAR GREATER THAN ANY MAN!
WOK!
EVEN A SPIDER-MAN!
BTOK!
SPIDER-MAN! DO SOMETHING, YOU DOLT! SAVE ME!
HOW CAN HE SAVE YOU, JAMESON--?
--THE FOOL CAN'T EVEN SAVE HIMSELF!
BWAK!
HE'S ATTACHED TO YOU BY HIS FIGHTING HAND, JAMESON--
--BETWEEN THAT AND MY MAGNIFICENT STRENGTH--I CAN DESTROY THE WALL-CRAWLER--FOREVER!
KRUNCH!
AND WON'T THAT MAKE YOU A GENUINELY HAPPY MAN, JAMESON--?
ISN'T SPIDER-MAN'S DEATH WHAT YOU PAID FOR?
WAIT! WHAT ARE YOU GOING TO DO WITH ME?
I'M A WEALTHY MAN, FLY--I CAN PAY YOU TO LEAVE ME ALONE!
YOU THINK EVERYBODY'LL JUMP FOR YA BECAUSE YOU GOT MONEY? WELL, THE FLY'S GONNA HAVE MONEY SOON--PILES OF IT!
ENOUGH TO MAKE YOUR BANK ACCOUNT LOOK LIKE A BOWERY STREET BUM'S!
AT FIRST YOU TWO WERE MERELY IN MY WAY--THORNS TO BE PICKED.
NOW, I BELIEVE I'LL ENJOY WATCHING YOU TWO DIE!
PLEASE, DON'T DO THIS... WE'RE GOING TO DIE ANYWAY--THERE'S A BOMB--
SHUT UP, JAMESON--I DON'T WANT TO LISTEN TO YOUR SOB STORIES!
BUT YOU'LL BECOME A MURDERER IF YOU KILL ME!
I ALREADY AM A MURDERER, JAMESON--I KILLED HARLAN STILLWELL!
N-NO--DON'T!
NOW I'LL KILL THE MAN WHO PAID HIM TO TURN ME INTO A SUPER-POWERED FREAK!

ANY LAST WORDS, JAMESON... BEFORE YOU PLUNGE TO YOUR UNTIMELY DEATH? A LAST WITTICISM, A FINAL REQUEST... SOME STIRRING THOUGHT TO BE CARVED ON YOUR *GRAVESTONE?*

DON'T DO THIS, *FLY*-- YOU'LL *REGRET* IT.

NOT HALF AS MUCH AS YOU WILL, JAMESON. I GUARANTEE IT!

*THEY PLUMMET, TUMBLE, THEN, ONCE THEY ARE OUT OF THE FLY'S LINE OF VISION...*

HOLD ME TIGHT, JONAH-- I'M GONNA GET US OUTTA THIS MESS!

*SPIDER-MAN?* YOU'RE AWAKE! YOU'RE *CONSCIOUS!* BUT I THOUGHT--

DON'T *BRAG*, JAMESON-- YOU NEVER THINK!

I COULD BARELY MOVE LUGGING YOU AROUND--SO I KEPT TAKING HIS PUNCHES, THEN FEIGNED UNCONSCIOUSNESS!

SNAP

BLAST! THE FLAGPOLE SNAPPED UNDER BOTH OUR WEIGHTS!

YOU MUST BE PUTTING ON A FEW POUNDS, JAMESON.

TOO MANY ECLAIRS ON THE EXPENSE ACCOUNT, EH?

I'M GOING TO BE SICK!

POK

NOT OVER ME YOU'RE NOT!

PAK

NO GOOD! CAN'T GET A HAND-HOLD--CONCRETE'S TOO SLICK WITH *RAIN*...

...AND YOUR EXTRA WEIGHT'S DRAGGING US DOWN!

WE'RE GONNA FALL, BUT MAYBE I CAN--

OOF!

THUD!

SO, IT WAS SIMPLE AS THAT, EH? I'VE SUCCEEDED WHERE ALL OTHERS HAVE FAILED!

*SPIDER-MAN IS DEAD!*

AN' NOW I'M OFF TO MAKE ME A MINT!

THIS HASN'T BEEN A BAD DAY... NOT A BAD DAY AT ALL!

FOR A LONG TIME, THERE IS NO MOVEMENT IN THIS DARK ALLEYWAY. THEN, JONAH STIRS, HE SHAKES THE COBWEBS FROM HIS MUSTY HEAD, AND...

ALIVE? I'M ALIVE?

I FELL ON SPIDER-MAN! HE MUST HAVE TAKEN THE IMPACT!

AND HERE HE IS, HELPLESS, UNCONSCIOUS--WITH NOTHING TO STOP ME FROM REMOVING HIS LUDICROUS MASK AND FINALLY LEARNING WHO HE ACTUALLY IS.

MEANWHILE, IN THE ADMINISTRATION BUILDING AT EMPIRE STATE UNIVERSITY...

WELL, WHERE'S PARKER?

YOU ORGANIZED THIS, BETTY... HE WAS SUPPOSED TO BE HERE BY THREE.

I'M TIRED OF WAITING FOR HIM.

EXCUSE ME, PEOPLE. IT'S ALMOST SIX THIRTY. YOU'LL HAVE TO LEAVE.

WHAT ABOUT OUR FRIEND'S DIPLOMA?

WE'LL MAIL IT TO HIM.

ACROSS THE STREET FROM THE DIMESTORE DISCO, A RAIN-DRENCHED MARY JANE WATSON ANGRILY WAITS IN THE COMFORT OF A LEAKY TELEPHONE BOOTH...

ALL RIGHT, MR. PARKER... WHERE ARE YOU?

YOU SAID TO MEET YOU HERE BY SIX. YOU'RE LATE--

AND I'M NOT GOING TO GIVE MYSELF PNEUMONIA WAITING ANOTHER MINUTE.

CLIFF? MJ HERE. HEY, TIGER, HOW ABOUT GIVING A GAL A LIFT?

THEN WE CAN WARM UP--TOGETHER! RIGHT ON, TIGER.

WELL, MR. P.--YOU BLEW IT THIS TIME.

TEL

WHATEVER LAST HOPE THERE WAS--IT'S GONE--FOREVER!

HEY, BABE, YOU'RE LOOKING REAL DOWN.

DOWN? CLIFF--GOOD OL' MARY JANE IS NEVER DOWN. NEVER!

ELSEWHERE...

HUNH? WHERE AM I? HOW DID I GET HERE?

IT'S ABOUT TIME YOU AWOKE, CREEP!

I CARRIED YOU ALL THE WAY HERE MYSELF!

MY HEAD FEELS LIKE THE HULK WAS TAP DANCING ON IT! WOW!

CURT CONNERS? WELL, JOLLY JONAH BROUGHT ME TO THE RIGHT PLACE.

TAKE IT EASY, SPIDER-MAN--YOU MAY HAVE A CONCUSSION.

I WANT TO RUN A FEW TESTS.

COMING HERE HAD BETTER BE WORTH IT, CONNERS. I HAD TO CARRY THE BLASTED WALL-CRAWLER FOUR BLOCKS IN THE POURING RAIN!

B-BUT I DIDN'T KNOW WHAT ELSE TO DO.

NOT NOW, BLAST IT... NOT WHILE THERE'S SO LITTLE TIME REMAINING.

I'M SORRY, BUT I STILL CAN'T FIGURE HOW TO REMOVE THE SHACKLE OR THE BOMB.

FIGURES! ONLY SMYTHE KNOWS, AND HE'S NOT TALKI--

HOLD IT, I'M A GRADE-A--*DUNCE!*

I'VE SAID THAT FOR *YEARS!*

SNAP

JAMESON, WHY DON'T YOU--AWWW, FORGET IT! IT'S HARDLY WORTH THE EFFORT.

C'MON, WE'VE GOT A LITTLE TRIP TO TAKE.

WHERE? WHERE ARE YOU DRAGGING ME OFF TO NOW?

*WESTCHESTER!* AND WE BETTER *MOVE!*

*ONE HOUR?* WE'LL NEVER MAKE IT!

THEN YOU'D BETTER START *PRAYING,* JONAH.

01:04:05

*IT TAKES ALMOST HALF AN HOUR FOR A TIRED, WEAK-LIMBED SPIDER-MAN TO CARRY AN EQUALLY-TIRED J. JONAH JAMESON TO THE WESTCHESTER LAB OF SPENCER SMYTHE...*

WE'RE *BACK,* SMYTHE! AND WE'RE AFTER *YOU!*

YOU HEAR ME, MISTER?

*KRASH!*

HE'S NOT SPEAKING. HE'S SO SMUG IN HIS BLASTED VICTORY!

I'M SICK OF THIS GARBAGE, SMYTHE! I WANNA KNOW HOW TO--

00:29:59

OH MY ACHING BACK! JAMESON-- *LOOK!*

DON'T TELL ME...DON'T DARE TELL ME.

SMYTHE WANTED TO SEE US DIE, JAMESON. I GUESS HE'S FAILED AGAIN.

HE'S *DEAD!*

THERE IS A HEARTBEAT'S SILENCE, A NUMBING OF THE SENSES. THEN, A FRUSTRATED **RAGE** WASHES OVER THE TROUBLED WALL-CRAWLER...

**NO!** IT ISN'T FAIR! HE CAN'T BE DEAD!

HE CAN'T DO THIS TO ME!

MY LIFE HAS BEEN ONE LONG **SHAMBLES!** MUST I DIE A LOSER AS WELL?

CAN THE CRYBABY ROUTINE, CREEP. YOU'VE GOT TO **THINK.**

WHAT DO YOU THINK I'M TRYIN' TO DO, JAMESON? READ "**WAR AND PEACE**" IN THE NEXT HALF HOUR?

GREETINGS! BY THE TIME YOU HEAR THIS, I ≡CHOKE≡ WILL BE DEAD. I CANNOT HOPE TO LAST OUT THE FEW REMAINING HOURS SO I MAY **SEE** YOU DIE.

THAT VOICE?

**SMYTHE?**

WHAT'S THE MEANING OF THIS, SMYTHE?

SHUT UP, JONAH--THAT'S A PRE-RECORDED MESSAGE.

I WANTED TO **WATCH** MY TWO GREATEST ENEMIES MEET THEIR MAKER--BUT MY ≡CHOKE-COUGH≡ MY STRENGTH IS RAPIDLY FADING...

...THE RADIOACTIVE POISON IS COURSING THROUGH ME... MY BODY IS DETERIORATING...

BUT I SHALL ≡CHOKE-CHOKE≡ DIE VICTORIOUS... FOR YOU WILL BOTH PERISH AS WELL FAREWELL! **HA! HAH! HA!**

HE'S SURE A BUNDLE OF LAUGHS, ISN'T HE?

GONE? JUST LIKE THAT? NO CLUES TO HELP US ESCAPE?

I-I'M **DOOMED?**

LORD, DON'T DO THIS TO ME!

I--I DON'T WANT TO D-DIE...

Y-YOU'VE GOT TO DO SOMETHING, SPIDER-MAN! YOU'VE GOT TO **SAVE** ME. I'LL DO ANYTHING... ANYTHING... JUST DON'T LET ME DIE!

JONAH, SNAP OUT OF IT! PULL YOURSELF TOGETHER, MAN!

**YOU!** YOU'VE BEEN THE BANE OF MY LIFE.

YOUR VERY EXISTENCE HAS SERVED TO HUMILIATE ME... TO MAKE ME LESS THAN THE THE GREAT MAN I COULD HAVE BEEN!

I WAS A GOOD MAN ONCE...A ***STRONG,*** PROUD MAN...THEN YOU WORMED YOUR SLIMY WAY INTO MY LIFE...

YOU BECAME MY PRIVATE DEVIL...MY SINGLE OBSESSION...THE CONSTANT REMINDER OF HOW WEAK I...

JONAH... DON'T.

I, UHHH-- I THINK I CAN HELP US.

SMYTHE KEPT REPEATING THAT HE WANTED TO ***SEE*** US DIE. HE HAD TO KNOW WE WOULDN'T STAY WITH HIM FOR 24 HOURS.

SO HOW COULD HE GET HIS SICK KICK OUT OF WATCHING US DIE?

ANSWER: THERE'S GOTTA BE A ***CAMERA*** BUILT INTO THIS SHACKLE... AND A HOOK-UP HERE IN THE LAB.

SO? WHAT IF THERE IS? HOW DOES THAT HELP US?

IF THERE'S A HOOK-UP, THERE'S GOTTA BE A ***POWER SOURCE...*** SOMETHING TO ELECTRICALLY ACTIVATE THE CAMERA AND KEEP THE SHACKLE LOCKED IN PLACE.

IF I CAN FIND THE POWER SOURCE AND SHUT IT OFF--WE MIGHT BE ABLE TO REMOVE THE SHACKLE AND BOMB.

WE HAVEN'T THE TIME TO ***SEARCH.*** IT COULD BE ANYWHERE!

DON'T WORRY IT, JONAH--MY SPIDER-SENSES SHOULD SORT IT ALL OUT FOR US.

THEY'RE PROGRAMMED TO PICK OUT DANGER...AND IF THIS ISN'T DANGER, I'LL EAT MY MASK!

***BINGO!*** BEHIND THIS WALL.

GET BEHIND ME-- THERE COULD BE SOME FLYING FRAGMENTS.

RRIPPP!

TAKE A LOOK, JONAH-- THE POWER UNIT...FRESH AND CLEAN AND READY TO BE DISMANTLED.

CAN YOU STOP IT WITHOUT BLOWING US APART?

WE'VE GOT NOTHING TO LOSE IF I CAN'T-- RIGHT?

THAT'S NOT FUNNY, CREEP!

IT WASN'T MEANT TO BE.

WHAT ARE YOU DOING? ***BE CAREFUL!***

WITH LESS THAN FOUR MINUTES REMAINING--THERE ISN'T TIME TO BE CAREFUL.

BUT, IF YA WANNA ***DO*** SOMETHING...

WHAT? ***WHAT?*** TELL ME!

PUT YOUR FINGERS IN YOUR EARS. THAT WAY YOU WON'T HEAR THE BLAST WHEN I SCREW UP.

HMMMM... IT'S AN ADVANCED COMPUTER... COORDINATES BOTH CAMERA AND SHACKLE... AND KEEPS THE ***PLASTIQUE EXPLOSIVE*** UNDER A CONSTANT FIVE-POUND PRESSURE.

THERE'S PROBABLY AN UNWINDING MAINSPRING INSIDE THE SHACKLE... AND WHEN IT SLOWS DOWN, THE PRESSURE DECREASES UNTIL-- ***BOOM!***

YOU UNDERSTAND THESE THINGS? HOW? WHO ARE YOU?

JUST YOUR LITTLE OLD GENIUS, THAT'S WHO. NOW SHUT UP, WILLYA?

YOU WOULDN'T WANT TO ***DISTRACT*** ME NOW--

***BLAST!*** IT'S NO USE... THIS IS BEYOND ME... TOO MANY VARIABLES.

I DON'T KNOW WHICH WIRE TO DISCONNECT.

WHAT? YOU SNIVELLING LITTLE JERK! YOU LIFTED MY SPIRITS... MADE ME BELIEVE! NOW YOU'RE SAYING I'M STILL GOING TO DIE?

AWW, GO FREEZE YOUR FACE, JAMESON. I'M SICK OF--

WHOA... DID I SAY FREEZE?

BINGO! SEE WHAT'S TUCKED INTO THAT CORNER, FROGFACE?

SNAP

THE CRYOGENIC CHAMBER YOUR SON JOHN WAS FROZEN INSIDE!

AND IF THAT DOESN'T PROVE SMYTHE WAS BEHIND WHAT HAPPENED TO JOHN--

HE ***KIDNAPPED*** MY SON. ***YOU*** KILLED HIM.

AND YOU'LL ***PAY*** FOR THAT!

SNAP

SO WILL YOU, SWEET-LIPS. UNLESS I CAN PRY LOOSE THE ***LIQUID OXYGEN*** FEED!

MAYBE I CAN'T DISCONNECT THE COMPUTER... BUT I CAN ***FREEZE*** IT USING THE LIQUID OXYGEN GAS.

AT ALMOST 200° BELOW ZERO THE WHOLE BLAMED THING SHOULD SHATTER TO ICY SHARDS!

NOTHING'S HAPPENED! WE'RE GOING TO *DIE!*

DIDN'T I TELL YOU TO SHUT UP, JONAH?

HOW MUCH TIME DO WE HAVE LEFT?

OH, MY SWEET HEAVEN-- *THIRTY SECONDS!*

YOU'VE FAILED, YOU MURDERER! BECAUSE OF YOU I'LL DIE!

YOU'RE REALLY IMPOSSIBLE! WE'RE STUCK TOGETHER IN THIS MESS, AND YET YOU BLAME ME.

WHEN WAS THE LAST TIME YOU SAW THINGS *OBJECTIVELY?*

WHEN WAS THE LAST TIME YOU CARED ABOUT ANYONE OTHER THAN YOURSELF?

IN TRYING TO SAVE US BOTH, MY HANDS ARE *FREEZING STIFF*--I CAN BARELY HOLD ONTO THIS TUBING.

BUT I'M NOT GONNA DROP IT... I CAN'T LET GO FOR ANYTHING!

HEY... IT WORKED! THE LOCKING MECHANISM SHATTERED--THE SHACKLE FELL OFF!

IT'S ABOUT TIME--THERE WAS ONLY A FEW SECONDS LEFT.

*WHAT?*

DUCK YOUR FAT HEAD, JAMESON!

THE SHACKLE'S OFF-- BUT THE BOMB'S STILL OPERATING!

*WITH ALL HIS AMAZING POWER, SPIDER-MAN THROWS THE HEAVY SHACKLE SKYWARD. THEN...*

*BA-WAMMM*

TH-THAT COULD HAVE BEEN ME!

IT WAS SO CLOSE... TOO CLOSE.

OBOY, I CAN FEEL MY WHOLE BODY *SHAKING*...

HEY, JONAH, YOU ALL RIGHT? YOU LOOK SICK!

SICK? YOU'D BETTER BELIEVE I'M SICK, CREEP. SICK OF *YOU!* SICK OF YOUR BLASTED COSTUME!

YOU DID THIS TO ME! YOU BROUGHT ME TO THE EDGE. YOU COULD HAVE SAVED US EARLIER, BUT YOU WANTED ME TO *GROVEL!*

YOU'RE EVERYTHING BAD I'VE EVER SAID YOU WERE--EVERY-THING AND *MORE.*

I DON'T BELIEVE THIS! WE'VE GONE THROUGH ALL THIS AND--

AWWWW... THE HELL WITH IT!

JAMESON, I ONLY SUSPECTED THIS BEFORE--BUT YOU'RE *CERTIFI-ABLY NUTS!*

THAT'S RIGHT, CREEP--GO--*RUN!* BUT I'LL SHOW EVERYONE WHAT YOU'RE REALLY LIKE!

*BUT, A MOMENT LATER, AS J. JONAH JAMESON REALIZES HE IS ALONE...*

YOU WANTED TO HUMILI-ATE ME. YOU WANTED ME TO GROVEL. DIDN'T YOU, SPIDER-MAN? *AD-MIT IT!*

WELL... YOU SUCCEEDED. WE WERE BOTH ON THE RAZOR'S EDGE OF DEATH--AND WHILE I'VE ALWAYS PRIDED MYSELF ON MY STRENGTH--

--*YOU* KEPT ON FIGHTING... YOU RISKED EVERYTHING TO SAVE US.

AND I--I FELL APART!

YOU'VE SEEN ME MAKE A *FOOL* OF MYSELF... YOU NOW KNOW I'M NOT HALF THE MAN YOU ARE.

AND, FOR THAT REASON, I'VE GOT TO DRAG YOU DOWN INTO THE GUTTER. BECAUSE I CAN'T LIVE WITH ANYONE KNOWING THAT THE LION OF PUB-LISHING... THE GREAT BENEFACTOR OF THE LITTLE PEOPLE--

--THAT, HEAVEN HELP ME, THAT J. JONAH JAME-SON IS ACTUALLY--

"...JUST A WEAK AND ORDINARY MAN..."

*NEXT ISSUE:* ON THE WINGS OF THE FEARSOME FLY!

SPIDER-MAN ANNUAL ®

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APPROVED BY THE COMICS CODE AUTHORITY

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THE CLASSIC CONFRONTATION BETWEEN MARVEL'S TWO TV SENSATIONS RETOLD!

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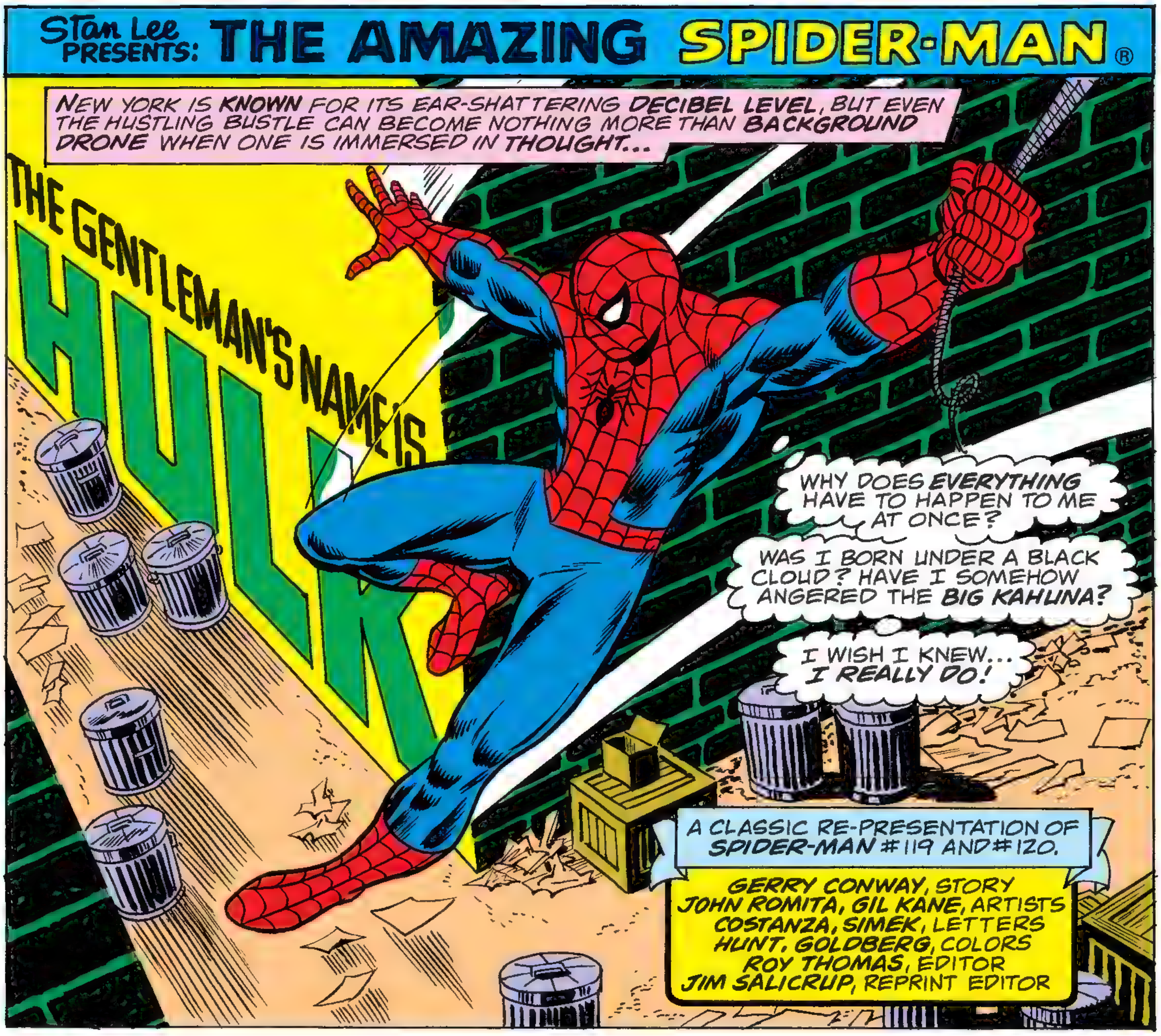
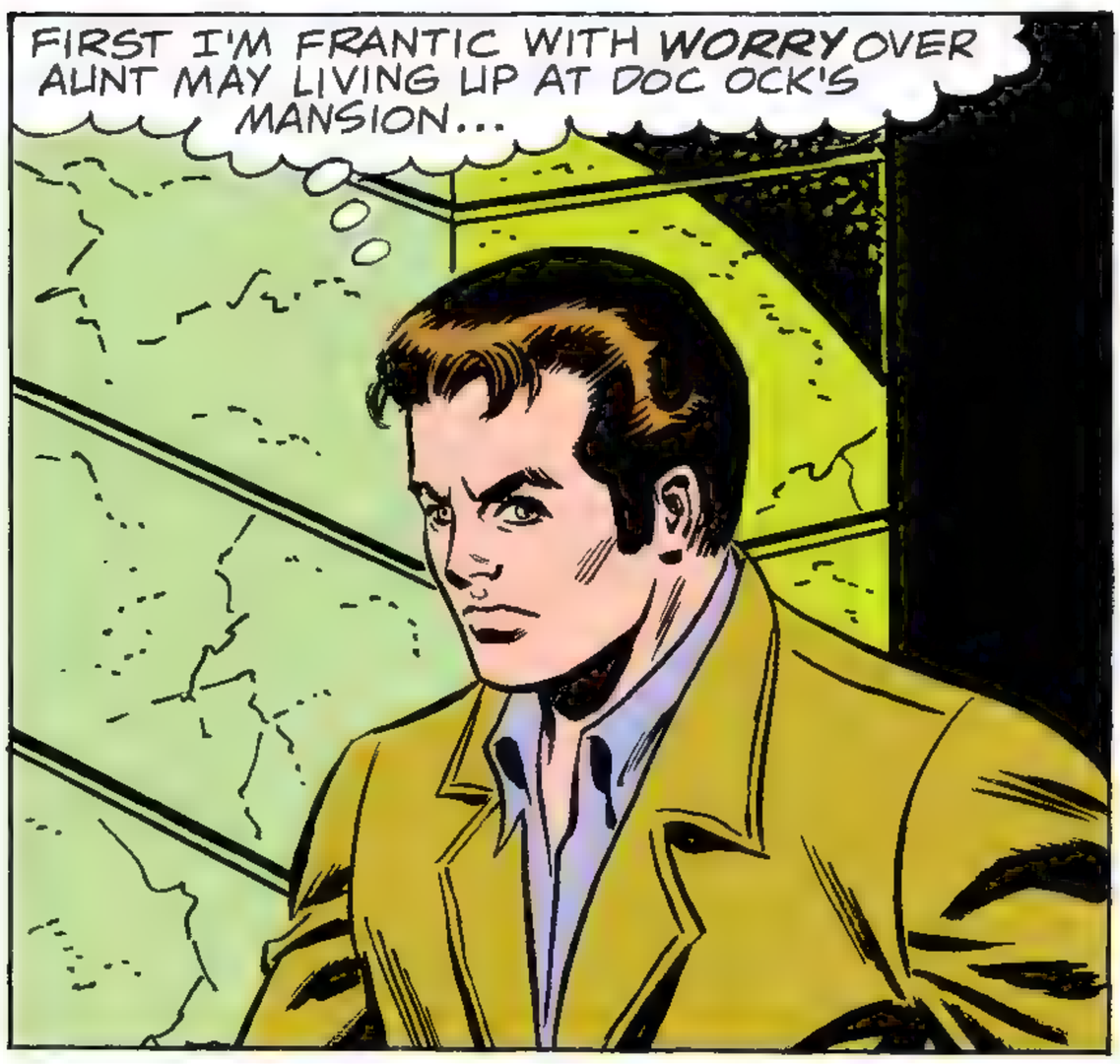
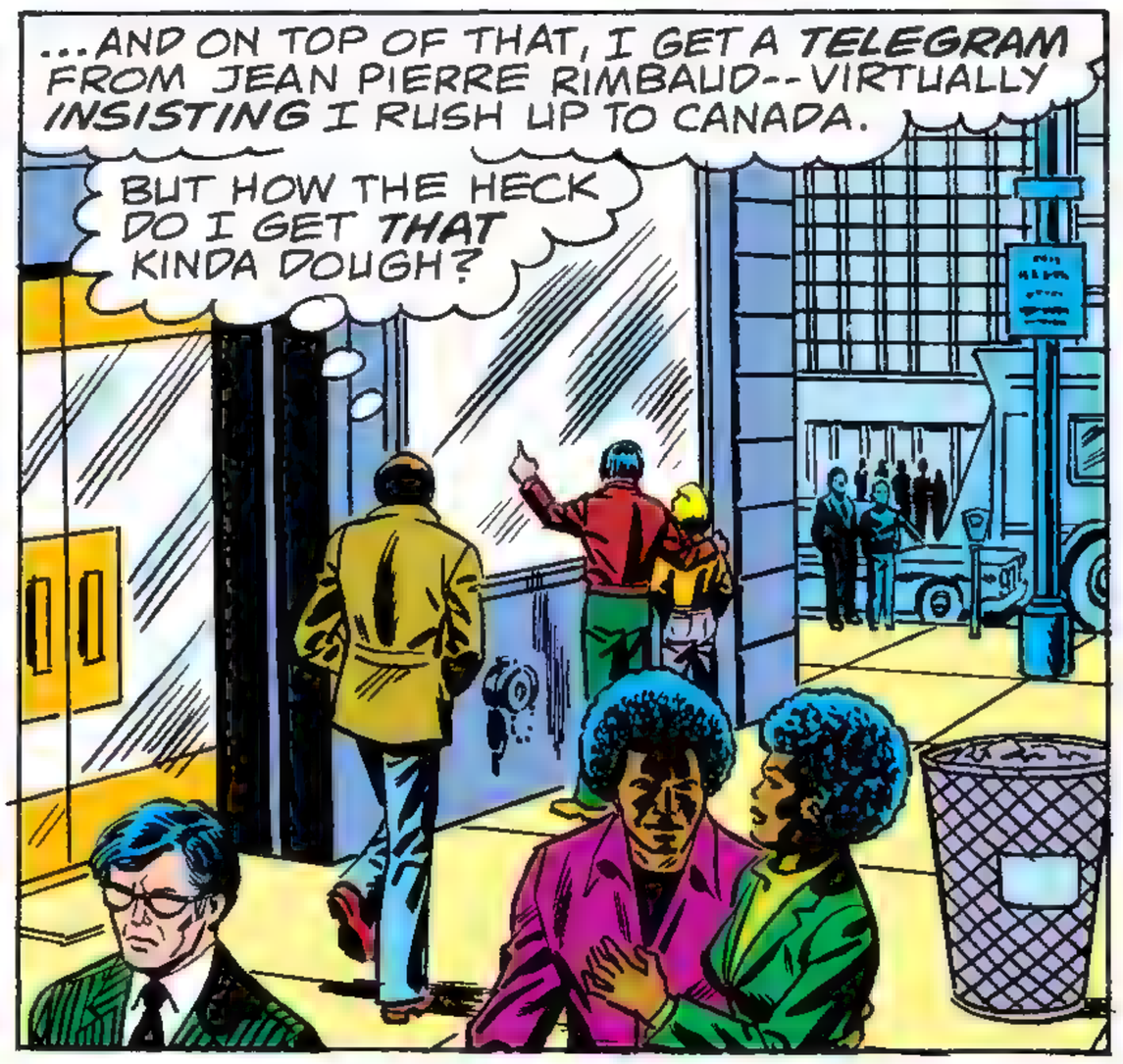
SPIDEY vs. THE HULK!

BYRNE

*The Amazing Spider-Man Annual* #12 (1978) featured an edited reprint of *The Amazing Spider-Man* #119-120 with a new cover by John Byrne and a new title page by John Romita Jr. and Frank Giacoia.



Marvel Comics turned its 1978 calendar into an all-Spider-Man affair. David Anthony Kraft and Jim Salicrup helmed the project as writer/editors and a host of Marvel's top artists joined colorist George Roussos to recount Spidey's exploits.

Cover art by John Romita

SPECIAL EDITION

DAILY BUGLE

New York's Crusading Newspaper

15¢

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Published by Simon and Schuster, A Division of Gulf & Western Corporation. 1230 Ave. of the Americas. NY, NY 10020. ISBN 0-671-22703-3. Manufactured in the U.S.A.

# SPIDER-MAN: THREAT OR MENACE?

## Special Editorial

**by J. Jonah Jameson**
**Bugle Publisher**

**NEW YORK—FOR YEARS NOW, I'VE BEEN CRUSADING FOR the apprehension and public unmasking of that self-styled psychopathic menace known as Spider-Man. I say the miserable marauding madman has made a mockery of law and order for far too long. It's about time something was done, and done quickly.**

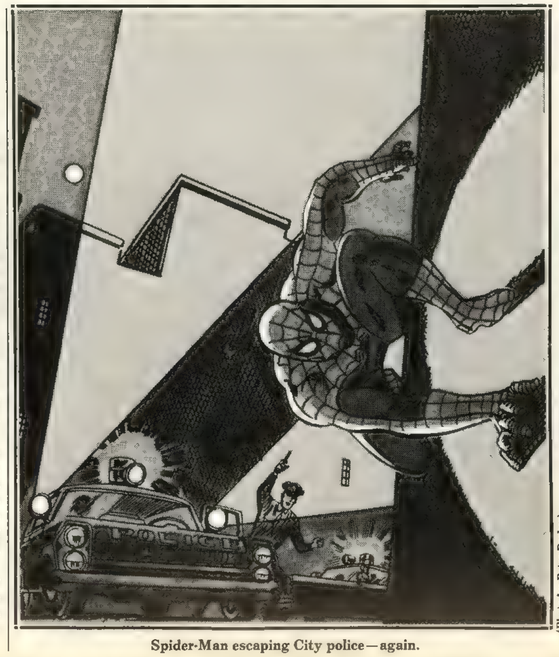
If that creepy costumed crumb really has nothing to hide, then why won't he show his face? And what honest man would prowl the city at night like that sneaky rotten wall-crawler, anyway?

Let's take an absolutely impartial and unbiased look at the facts. He displays a flagrant disregard for the law, by repeatedly taking it into his own hands. He's wanted by the police. He was suspiciously present at the death of Gwendolyn Stacy, and also at that of her father, Captain George Stacy (both late of the city). And have we so soon forgotten that Spider-Man was once in open cahoots with Doctor Octopus?

It's plain to see—that web-slinging weasel is psychologically unbalanced. In short, he's a nut!

Yet, of late, that phony fraud has even attained the status of a hero in the unsuspecting eyes of certain idealistic dupes. That low-life has actually pulled the wool over the eyes of the public! I say he's nothing but a cowardly crook, hiding behind a mask to escape justice.

In the public spirit, I'm calling for action. If the New York City police can't handle him, I say call in the F.B.I. And, furthermore, I say (continued on page 6, col. 2)



(Photo by Peter Parker)

Spider-Man escaping City police—again.

## DECENT CITIZENS LIVE IN FEAR

(Photo by Amber Grant)

"Streets Aren't Safe Anymore"

**NEW YORK—SO SAY A RANDOM GROUP OF CITY DWELLERS questioned by civic-minded community leader, philanthropist, and publisher of the Daily Bugle, J. Jonah Jameson.**

Among those interviewed were Anna Watson and May Parker, senior citizens currently residing in Forest Hills, as well as (continued on page 22, col. 5)

## 1978: THE YEAR OF THE SPIDER

### Spider-Man Calendar Scheduled

By Joe Robertson
City Editor

NEW YORK—TOP COMICS ARTISTS HAVE BEEN TAPPED TO illustrate key incidents in Spider-Man's career for a commemorative calendar. The year breaks down as follows:

**JANUARY**
**A Time for Beginnings**
by Al Milgrom
(In tribute to the one-and-only Steve Ditko)

**FEBRUARY**
**Is For Fantastic Friends**
by Jack Kirby & John Verpoorten

**MARCH**
**Is A Menagerie of Madcap Menaces**
by Paul Gulacy & Pablo Marcos

**APRIL**
**Is an Assortment of Amiable Associations**
by Johnny Romita & J. Verpoorten

**MAY**
**Is a Dear Old Aunt**
by Larry Lieber & Frank Giacoia

**JUNE**
**Is Jam-packed With Jeopardy**
by John Buscema & Joe Sinnott

**JULY**
**Is Just After June**
by Gene Colan & Pablo Marcos

**AUGUST**
**Is an Amazing Amalgamation of Arms**
by Sal Buscema & J. Verpoorten

**SEPTEMBER**
**Is Such Sweet Sorrow**
by Gil Kane & Tom Palmer

**OCTOBER**
**Is Not For Monsters Only**
by George Perez & Pablo Marcos

**NOVEMBER**
**Is Nearly Tender Nuptials**
by Ross Andru & Mike Esposito

**DECEMBER**
**Is Teaming With Dynamic Do-gooders**
by John Byrne & Joe Sinnott

*From sketches by DAK and Mad Jim. Colored by George Bell*

## STAN LEE PRESENTS: THE 1978 MIGHTY MARVEL SPIDER-MAN CALENDAR

**DAVID ANTHONY KRAFT**
**Writer/Editor**

**JIM SALICRUP**
**Co-Writer**

**LEN WEIN**
**Consulting Editor**

**JOHN ROMITA**
**Art Director**

**MARIE SEVERIN**
**Asst. Art Director**

**SOL BRODSKY**
**Production Coordinator**

**HARRY CHESTER STUDIOS**
**Production**

**DUFFY VOHLAND & PATY**
**Art Assistants**

January art by Al Milgrom, referencing Spidey's *Amazing Fantasy* #15 origin story

# JANUARY a time for *beginnings*! 1978

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| Happy NEW YEAR Spideyaphiles! **1** Here's to a wild and wonderfully web-filled year! | **2** It all started with a simple idea: | **3** Does anyone recall DR. DROOM? (Last seen in AMAZING ADV. #4, 1961) | **4** Then came— SPIDEY! AMAZING FANTASY #15,1961 | **5** Peter Parker will never be the same! | **6** | **7** To this day, sweet AUNT MAY still doesn't suspect! |
| **8** STAN LEE and the BULLPEN celebrate National Radioactive Spider Day. | **9** Peter spends day with Aunt May's sewing kit | **10** —and a legend is born! | He also whips up a pair of— **11** THWIP —WEB-SHOOTERS! | **12** Today J. JONAH JAMESON, publisher of the Daily Bugle— —grew his mustache! | **13** Spidey's first mistake Stop! Thief! Stop him! No! What's that they say about Friday the 13th? | **14** Bah! Who is that masked man?! JJJ first sees Spider-Man on TV |
| The man who killed Uncle Ben— —is the man Spidey allowed to escape! | **16** "Here's looking at you, kid!" Spidey's eyes seen thru his mask for first time | **17** Revenge | **18** | **19** Spider-Man devotes his life to fighting crime | **20** Happy birthday, KEITH POLLARD Spidey loves ya! | **21** AMAZING FANTASY #15 hits newsstands— fans go berserk Yay! |
| ROBERT E. HOWARD (1906-1936) **22** Had absolutely nothing to do with Spider-Man | **23** Inker extraordinaire KLAUS JANSON was born today | **24** Happy Birthday, JOHN ROMITA THE Spidey artist | **25** Fans demand Spidey in his own book US MAIL | **26** Our Pal SAL BUSCEMA's birthday Spectacular Spidey artist | **27** | **28** Sombre STAN LEE becomes Smilin' Stan when— |
| **29** —Spidey finally gets his own mag— AMAZING SPIDER-MAN | **30** —and he hasn't stopped smilin' since! | **31** Introducing DR. DRUID (Old Marvel heroes never die . . . they just change their names) | "I have the speed, the agility, the very strength of a gigantic spider!" *And, much quoted but still cogent—* **"With great power must also come great responsibility!"** —AMAZING FANTASY #15, 1962 | | | |

# FEBRUARY is for *fantastic* friends! 1978

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| "Sure you've read many stories about many different magazine heroes! But there's never been a story like this one—because there's never been a hero like—SPIDER-MAN!" —Stan Lee AMAZING SPIDER-MAN #1 March 1963 | | | 1 When I'm thru with this editorial, Spider-Man will be run out of town! JJJ's first appearance (in SPIDEY #1) | 2 Nothing much happened today | 3 Spidey saves JJJ's son, JOHN JAMESON— | 4 —who later becomes the malevolent MAN-WOLF |
| 5 Spidey's reward WANTED SPIDERMAN REWARD FOR HIS CAPTURE | 6 JACK (King) KIRBY finally gets to draw the web-slinger— —in a tale retold from SPIDEY #1, when— | 7 —Spider-Man tries to join the FANTASTIC FOUR, and meets the Torch for the first time How much does the job pay? | 8 THE CHAMELEON, Man of 1000 Faces Spidey's first superfoe | 9 Well, I finished my editorial, but Spider-Man still hasn't left town. I'll get him yet! | 10 THE VULTURE— —swoops from the skies in SPIDEY #2 | 11 Peter becomes a part-time photographer for JJJ |
| 12 LINCOLN's birthday, honest! | 13 Happy Birthday DANNY CRESP! Lord of the Letterers | 14 Valentine's Day Peter's first love, BETTY BRANT | 15 THE TERRIBLE TINKERER Introduced in SPIDEY #2 | 16 Rampagin' RON WILSON Birthday boy and power-packed penciler | 17 The debut of DOCTOR OCTOPUS in SPIDEY #3— —and a famous case of mistaken identity! AND NOW SUPER-MAN, I GROW BORED WITH THIS GAME! MY TIME IS TOO VALUABLE! | |
| 19 Spidey's day off | 20 Never give up! Some advice from ol' Hothead | 21 JJJ sits on some webbing Did you bring me any pictures? I—eh, I've been busy! But here's a pair of pants! | 22 WASHINGTON's birthday Would we lie to you? | 23 Devil-May-Care DOUG MOENCH's annual celebration in honor of being born | 24 The sinister SANDMAN (Intro, SPIDEY #4) | 25 FLASH THOMPSON Big man on campus |
| 26 Super-villain team-up? JJJ would say so! Spidey meets DR. DOOM in ish #5 | 27 LIZ ALLEN Peter Parker's second love | 28 Dr. Curtis Conners becomes— THE LIZARD! (In SPIDEY #6) | | | *A prophetic statement:* **"I think this is the beginning of a beautiful friendship!"** —Humphrey Bogart CASABLANCA, 1943 *How well it applies to the the Human Torch and the Amazing Spider-Man!* | |

February art by Jack Kirby & John Verpoorten, referencing Spider-Man and the Fantastic Four's *The Amazing Spider-Man* #1 encounter

March art by Paul Gulacy & Pablo Marcos, celebrating Spider-Man's many foes

# MARCH is a *menagerie* of madcap *menaces!*

1978

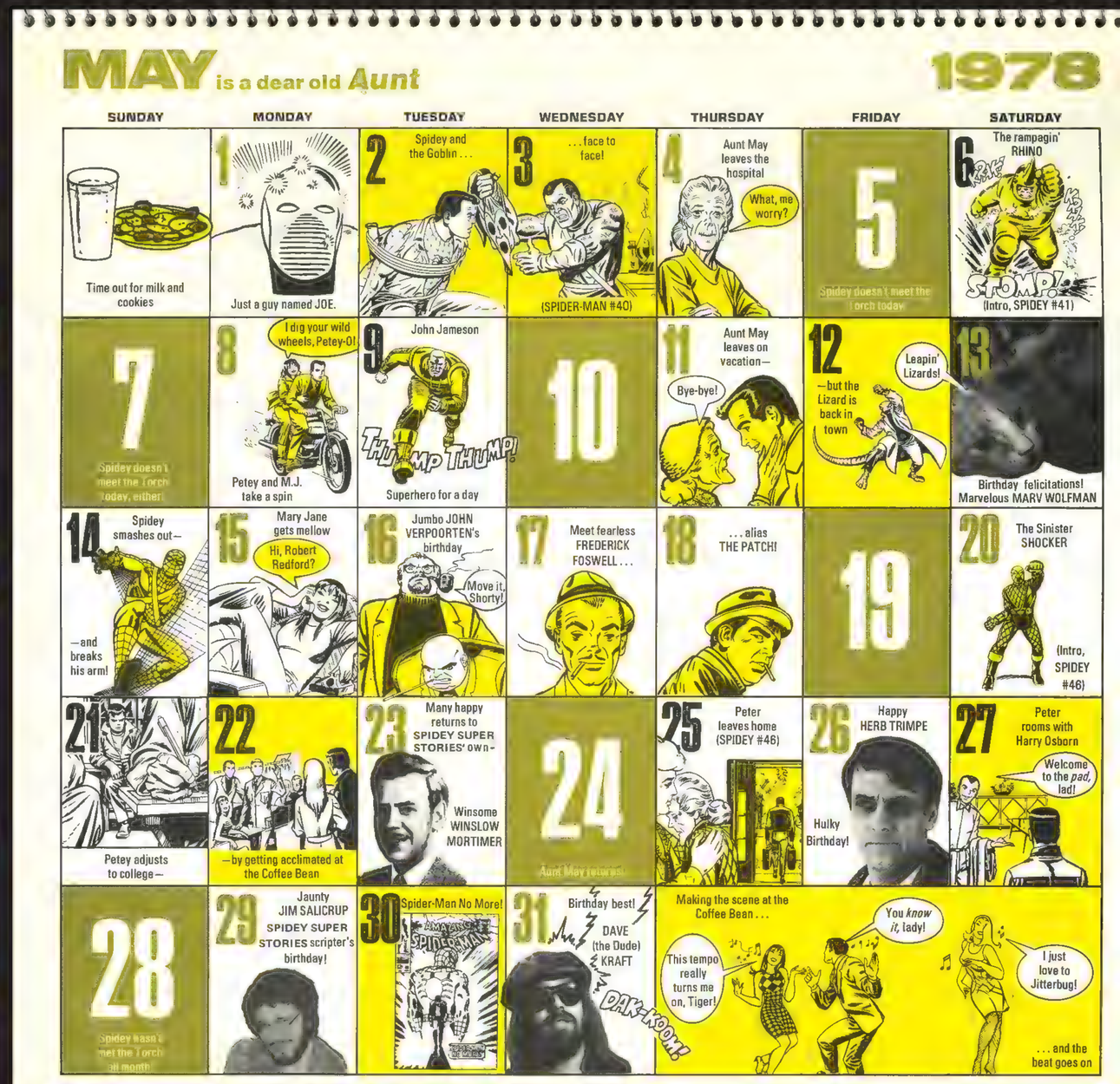
| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| I'm Spider-Man's *greatest enemy!* | NO! I'm the web-head's *greatest foe!* | *Dream on,* amateurs! | 1 | 2 Whatever happened to the *Living Brain?* | 3 Peter knocks out Flash Thompson (Ish #8) | 4 Enter ELECTRO! (In SPIDEY #9) |
| Our hero gets his web-head examined. 5 (In SPIDEY #13) | Amiable AL MILGROM's birthday. 6 | 7 Spider-Man represents everything that I'm *not!* He's brave, powerful and unselfish! | 8 Unmasked by Doc Ock! (In SPIDEY #12) | 9 | 10 The HULK says hello! (In SPIDEY #14) | 11 Then came KRAVEN! (Intro, SPIDEY #15) |
| 12 DAREDEVIL drops in! (In ish #16) | 13 | 14 The truth is, *I envy* him! I, Jonah Jameson—millionaire, civic leader—I'd give *everything* I own . . . . . to be the *man* he is! | 15 The RINGMASTER sends his regards (In ish #16) | 16 This just isn't my month! (Green Goblin returns in #17) | 17 Oh, *yeah?* Love conquers all— | 18 |
| 19 —and Spidey fights back! | 20 | 21 But I can *never* climb to his level! So all that *remains* for me is— —to try to tear him *down*— | 22 | 23 Spidey finally *wins* one! At last! | 24 But nothing lasts *forever!* | 25 Bugged by the BEETLE! (In SPIDEY #21) |
| 26 Strangers in the night | 27 PRINCESS PYTHON (Intro, SPIDEY #22) | 28 —because heaven help me—I'm *jealous* of him! | VAL MAYERIK 29 Another year older, deeper in debt! | 30 The Goblin is back—*again!* If at first you don't *succeed*. . . | 31 Spidey goes MAD! (Spidey sees a shrink in ish #24 —again) | *Whew!* I'm glad it's all *over!* |

April art by John Romita & John Verpoorten, featuring Peter Parker and his school and work pals (J. Jonah Jameson excluded) in front of their favorite hang-out, The Coffee Bean (first seen in *The Amazing Spider-Man* #53)

# APRIL is an assortment of amiable associations 1978

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| Peter Parker graduates from Midtown High with a scholarship in science (In SPIDEY #28) | | | | | "Unaccustomed as I am to public speaking, I shall nevertheless tell you about *myself*, when I was young . . . to inspire you to reach *my* pinnacle of greatness . . . !" —from JJJ's commencement address | 1 It's APRIL FOOLS day! So what *else* is new? |
| It's just another day 2 | 3 MARY JANE WATSON's first appearance . . . sort of . . . (In SPIDEY #25) | 4 *Yikes!* We've got competition! | 5 It's GIL KANE's birthday Sock it to 'em, Sugar-Lips! | 6 Spidey loses his costume | 7 Wouldja believe—M.J. strikes again! (And Spidey's spare costume *shrinks!*) | 8 Sick on a Saturday night Why me? |
| 9 Petey spends *another* day with Aunt May's sewing kit . . . | 10 . . . and a legend is *repaired!* | 11 | 12 Presenting: MARVEL POP ART 12¢ PRODUCTIONS (SPIDER-MAN #29) | 13 Aunt May falls ill . . . | 14 | 15 Nifty NED LEEDS Say *hey*, gang! (Intro, SPIDEY #19) |
| 16 JJJ joins the MMMS* *Merry Marvel Marching Society—*remember?* | 17 Peter walks out on Betty . . . | 18 Side-by-side with DR. STRANGE! (In ANNUAL #2) | 19 Petey's late for class | 20 Aunt May enters the hospital (In SPIDEY #31) | 21 So much for . . . MARVEL POP ART 12¢ PRODUCTIONS (Blush!) | Birthday salutations 22 Jolly SOLLY BRODSKY |
| 23 Exit LIZ ALLEN 30 Ta ta! | 24 Enter GWEN STACY and HARRY OSBORN Hi! (In SPIDEY #31) | 25 Jazzy JOHNNY ROMITA begins as artist (SPIDEY #39)— —and Petey buys a *motorcycle!* (SPIDEY #41) | 26 Birthday greetin's to Gorgeous GEORGE TUSKA Iron Man's ace illustrator | 27 And, at long last Mary Jane Watson | 28 PETER PARKER, I'D LIKE YOU TO MEET MY NIECE . . . YOU MEAN . . . THAT'S MARY JANE ?! | 29 FACE IT TIGER . . . YOU JUST HIT THE JACKPOT! |

May art by Larry Lieber & Frank Giacoia, revisiting an iconic scene from *The Amazing Spider-Man* #50, "Spider-Man No More!"



# JUNE is jam-packed with jeopardy

1978

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| *I did* it! The web-head is *dead!* | Everything's coming up roses . . . at last! DAILY BUGLE: IS SPIDER-MAN THRU? | Guess who's back in action . . . You better *believe it!* | | 1 That *does* it! This calendar isn't big enough for *both* of us! | 2 SLAM! JJJ No More! | 3 |
| 4 The crafty KINGPIN (Intro, SPIDEY #50) | 5 | 6 Flash fights in Vietnam | 7 Spidey on TV! I'm a star! (1967 cartoon series) | 8 Aunt May's new boarder . . . . . Dr. Octopus! | 9 Birthday greetings! GEORGE (Pacesetter) PEREZ Ya ha ha! | 10 Spidey loses his memory (In SPIDEY #55) |
| 11 Spidey and Doc Ock team up! So happy together | 12 Happy Birthday to Spidey's star scripter Lively LEN WEIN *My hat!* Where's my *hat!?* | 13 R.I.P. Frederick Foswell "To Die a Hero" | 14 | 15 Rapturous ROSS ANDRU How do I look? Super Spider-Man artist | 16 Let me point out it's Flashy FRANK THORNE's birthday! Love ya, Frank! | 17 Who was that *groovy chick* *Hubba, hubba!* |
| 18 Spidey regains his memory I am not a crook! | 19 Thanks to me, Ka-Zar! And me, Zabu! | 20 | 21 Aunt May returns to the hospital | 22 | 23 I knew it was too good to be true! | 24 Branded by the BRAINWASHER (Intro, SPIDEY #59) |
| 25 Dancin' for dollars | 26 Captain GEORGE STACY, N.Y.P.D. (Intro, SPIDEY #56) | 27 The name of the dame is . . . . . MEDUSA! | 28 Birds of a feather . . . VULTURES TWO | 29 | 30 JOE ROBERTSON, Editor of the *Daily Bugle* (Intro, SPIDEY #52) | Look what I found! |

June art by John Buscema & Joe Sinnott, a montage of moments from *The Amazing Spider-Man* #53-57 epic where an amnesia-stricken Spider-Man teamed-up with Doctor Ocotpus

July art by Gene Colan & Pablo Marcos, showcasing the university protests from *The Amazing Spider-Man* #68

August art by Sal Buscema & John Verpoorten, recreating the moment where Peter Parker became a man-spider in *The Amazing Spider-Man* #100

September art by Gil Kane & Tom Palmer, capturing the tragic death of Gwen Stacy in *The Amazing Spider-Man* #121

October art by George Pérez & Pablo Marcos, presenting the horde of horrific villains Spidey faced from *The Amazing Spider-Man* #122-142, *Giant-Size Super-Heroes* #1 and *Giant-Size Spider-Man* #1

# OCTOBER is not for monsters only! 1978

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| 1 R.I.P<br>THE GREEN GOBLIN a/k/a Norman Osborn | 2 JJJ hires a hero—POWER MAN<br>Can't we talk this over? | 3 JJJ gets a moneyback guarantee | 4 | 5 Colonel JOHN JAMESON<br>Like father, like son? | 6 | 7 Boo!.. Gasp It's my son—the MAN-WOLF!<br>(Intro, SPIDEY #124) |
| 8 | 9 Mary Jane and Harry break up<br>Don't call me . . . | 10 Morbius gets his own series<br>Boo!<br>(VAMPIRE TALES #1, 1973) | 11 A loner no more<br>(MARVEL TEAM-UP #1, March 1972) | 12 Great Moments in Automotive History #1<br>Ol' Hothead helps design a hotrod | 13 Take that, you rat!<br>The KANGAROO bounces back | 14 |
| 15 I try even harder<br>The third VULTURE (SPIDEY #127) | 16 Birthday felicitations to a *gem* of an inker Joltin' JOE SINNOTT<br>Gosh | 17 Webhead on wax<br>(World's first Rockomic, 1972) | 18 | 19 Vengeance on vinyl<br>(Spidey's second chartbuster, 1976) | 20 Who is the JACKAL?<br>(Intro, SPIDEY #129) | 21 Man-Wolf goes solo<br>(CREATURES ON THE LOOSE #30) |
| 22 Spidey spends the day polishing his medallion | 23 Webhead goes weekly in Wondon<br>(SPIDER-MAN COMICS WEEKLY #1, 1973) | 24 CROCK!<br>I'm a glutton for— | 25 —the PUNISHER!<br>(Intro, SPIDEY #129) | 26 Happy Birthday, girlchick Glitzy GLYNIS WEIN<br>Len who? | 27 I was born *yesterday!*<br>Larrupin' LARRY LIEBER | Avoid gloom—<br>28<br>—join F.O.O.M.* |
| 29 Spidey joins the Electric Company, instead<br>(SPIDEY SUPER STORIES #1, October 1974) | 30 DRAC is back—and Spidey's got him<br>Boo!<br>(GIANT-SIZE SPIDER-MAN #1, October 1974) | 31<br>Happy Halloween! | Morbius and Man-Wolf do the Monster Mash! | | | *That's *Friends Of Ol' Marvel* . . . and that's a hint! |

# NOVEMBER is nearly *tender nuptials* 1978

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| TAKE A LOOK AT THE SPIDER-MOBILE! NOW THAT'S WHAT I CALL A FIASCO! Great Moments in Automotive History #2 | | | 1 | 2 My Uncle . . . My Enemy? | 3 Aunt May weds Doc Ock . . . . . almost (In SPIDEY #131) | 4 Is Ned *dead?* Leeds needs an M.D.! |
| 5 | 6 The Tortilla-Chompin' TARANTULA (Intro, SPIDEY #134) | 7 Is it really *you?* Ms. Liz returns . . . Yes! | 8 Meet GREEN GOBLIN, Jr. (Intro, SPIDEY #136) | 9 BOISTEROUS BILL MANTLO . . . wuz born today! | 10 | 11 Today's birthday boys: Roguish ROGER SLIFER & Dynamic DAVE COCKRUM |
| 12 Madness means the MINDWORM (Intro, SPIDEY #138) | 13 The Grisly GRIZZLY Grrr (Intro, SPIDEY #139) | 14 Groovy GLORIA GRANT You can call me *Glory!* (Intro, SPIDEY #140) | You deserve a break today 15 (Only 1 more intro left th's week!) | 16 The Cynical CYCLONE *Bon jour, mon ami!* (Intro, SPIDEY #143) | 17 And speaking of *clones* . . . | 18 *Hospital Happenings:* Aunt May takes ill— —as Ned Leeds takes leave |
| 19 I always wanted to get a *head!* The mystery of the Jackal continues | 20 Spider-Man vs. Spider-Clone Am I the real *me?* Or am I the real me? A true identity crisis | 21 TA-TA-TA-DA! Revealed at last— The Jackal is *Prof. Warren!* Pete's Biology Prof. | 22 Happy Birthday, Rascally ROY THOMAS *Crom!* Rip-roarin' Raconteur | Night of the— 23 —Longest Hunded Yards | 24 Whodunit? I Sure did! | 25 Spidey stars in MARVEL TREASURY EDITION #1 (1974) |
| 26 More super-star stories SPECTACULAR SPIDER-MAN #1 (December 1976) | On a clear day, you can see THE MIRAGE— 27 —preparing to make an intro, tomorrow! | 28 NED LEEDS and BETTY BRANT become man and wife (In SPIDEY #156) | 29 Spider-Man joins the Syndicate—in his own newspaper strip (January 1977) | 30 Happy Birthday, Kreative KEITH GIFFEN Awk! Marvel's Graphic Guru | Great Moments in Automotive History #3 | HOW SCHOOL RICKSHAWS! |

November art by Ross Andru & Mike Esposito, adding one to the scrapbook with the wedding of Aunt May and Dr. Otto Octavius from *The Amazing Spider-Man* #130-131

December art by John Byrne & Joe Sinnott, collecting the cast of co-stars from Spider-Man sister title *Marvel Team-Up*

# DECEMBER is teaming with dynamic do-gooders! 1978

| SUNDAY | MONDAY | TUESDAY | WEDNESDAY | THURSDAY | FRIDAY | SATURDAY |
|---|---|---|---|---|---|---|
| | | | | | | 2 Sandman, son, you have a face only a *mother* could love — Aw, ma . . . |
| 3 Happy Birthday, Joltin' JOHN WARNER — Friendly Freelancer | 4 | 5 Spidey's pals from the pulps — DOC SAVAGE, the Man of Bronze | 6 Dr. FU MANCHU— —and son | 7 Thought I'd *drop* by, Cat! — Get off my *back*, Spidey! | 8 The Murderous MAN-KILLER — I never hurt women or children! — (Intro, TEAM-UP #8) | 9 |
| 10 To err is human . . . — . . . to be *Inhuman* is rare | 11 Big JOHN BUSCEMA's Birthday — Wanna learn to draw? | 12 The All-Seeing ORB — Peek-a-boo — (Intro, TEAM-UP #15) | Spidey gets by with a little help from his *friends* 13 | 14 Friends like the Dynamic DEFENDERS . . . | 15 . . . the Mighty AVENGERS . . . | 16 . . . the Fabulous FANTASTIC FOUR . . . |
| 17 | 18 . . . and who could forget the Sensational SONS OF THE TIGER? | 19 Future Shock! — KILLRAVEN & DEATHLOK Team-ups in the not-too-distant future | 20 Sssneaky STEGRON, the Dinosaur Man — (Intro, TEAM-UP #19) | 21 SPIDER-WOMAN Deadlier than the Male? — Bug off! — (Intro, MARVEL SPOTLIGHT #32) | 22 Webhead meets Warlock — HOLY COW! I'M ON THE MOON!! — COSMIC, IS IT NOT? | 23 Fairy tales *can* come true — (WHAT IF . . . ? #1, 1976) |
| 24/31 The Wistful WILL-O'-THE-WISP — Great balls of fire! — (Intro, SPIDEY #187) | 25 Spidey celebrates X-mas with the X-MEN | 26 'Tis the season to be jolly — Bah! Humbug! | 27 Happy Birthday, STAN (the Man) LEE — I'd be nothing without you, Smiley! | Happy Birthday 28 Reliable RALPH MACCHIO | 29 Peace on Earth, Good will to men | 30 |

# MORE MIND-BLOWING BULLPEN BIRTHDAYS than ever before!

PATY

## January
3: TONY CERNIGLIA—Master of the Mailroom and Dynamic Drummer
7: BOB WIACEK—Enthusiastic Embellisher and a Truly Great Human Being
14: JOHN TARTAGLIONE—Correctionist First Class and Perplexed Putter
31: PATY—Peerless Production Person and Proud Of It

## February
3: TIM CONRAD—Dramatic Doodler and a Truly Great Human Being
10: IRV WATANABE—Lonesome Letterer and Medical Advisor
28: NANCY MURPHY—Subscription Sultaness and Overseas Overseer
28: NELSON YOMTOV—Prince of Reprints and First Class Fella

NELSON YOMTOV

DON McGREGOR

## March
1: TOM ORZECHOWSKI—Californian Calligrapher and Redhaired Rascal
3: MARK ESPOSITO—British Production Person and Future Big-Time Movie Director
7: ALAN WEISS—Precise Penciler and Member of the Kiss Army
14: LENNIE GROW—Magazine Production Chief and Snappy Dresser
15: BOB BUDIANSKY—Larry Lieber's Left-Hand Man and Bronx-Born British Editor
18: GARY BRODSKY—Busy Boychick and Sol's Son
31: SCOTT EDELMAN—Smilin' Scripter and Skydiving Socialite

## April
21: STAN AARON—Typesetting Terror and Exercising Enthusiast

MORRIE KURAMOTO

## May
5: STAN GOLDBERG—Colorist with Class and His Own Deck of Cards
24: DAVIDA LICHTER-DALE—Paste-Ups for a Price and Member of the Real World
28: MORRIE KURAMOTO—Staff Letterer and Honorary Samurai

DUFFY VOHLAND

## June
7: RICK HOBERG—Acolyte Artist and a Truly Great Human Being
8: RAY HOLLOWAY—Liltin' Longtime Letterer and a Truly Great Human Being
14: SAM GRAINGER—Dazzling Delineator and a Taxpayer to Boot
15: DON McGREGOR—Dauntless Dialoguer and Hopalong Cassidy Freak
WARREN REESE—Call Him Spidey (or don't call him at all)
20: DUFFY VOHLAND—Jack of all Trades, Master of Three
28: MIKE ROYER—Inks, Letters and Tells Jokes—All at the Same Time

## July
6: DAVID COHEN—Production Princeling and Musical Mastermind
JOHN BYRNE—Careful Cartoonist and Canadian Citizen
9: VIRGINIA ROMITA—Jazzy Johnny's spouse and Adorable Assistant
27: ERNIE CHAN—Embellisher Extraordinaire and Charlie's #3 Son
31: DENISE WOHL—Lettering Lassie and Fashion Fox

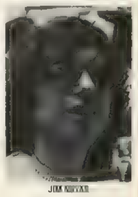
ERNIE CHAN

DON PERLIN

JOHN ROMITA, JR

## August
2: DAVE HUNT—Impish Inker and Admirer of Wealthy Waterfowls
7: JANICE COHEN—Cute Colorist and Former Flower Child
8: LINDA TAXEL—Sol's Second-in-Command and a Truly Great Human Being
17: JOHN ROMITA, JR.—Art Consultant and Father's Footsteps Follower
19: GEORGE ROUSSOS—Cavortin' Colorist and Patriotic Photographer
23: TERRY AUSTIN—Fast Finisher and Fearless Front Facer
25: DIANE RODRIGO—Subscription Staffer and Tony Orlando Fan Clubber
DON WARFIELD—Another Cavortin' Colorist and Talented Thespian, too
27: DON PERLIN—Artist-by-Night and Tired-by-Day
31: CLARA NOTO: Sonja Co-Scripter and Neo-Novelist

## September
1: GASPAR SALADINO—Logo Letterer and Friendly Ghost
10: JOSIE BETEMIT—Rhapsodic Receptionist and Happy Homemaker
14: JIM NOVAK—Laughin' Letterer and Donny Osmond Fan Clubber
17: ROGER STERN—Panting Proofreader and Radio Personality
18: IRENE VARTANOFF—Peaceful Production Pundit and Opera Buff
25: HOWARD BENDER—Another Production Pundit and Pittsburgh Person


JIM NOVAK

STU SCHWARTZBERG

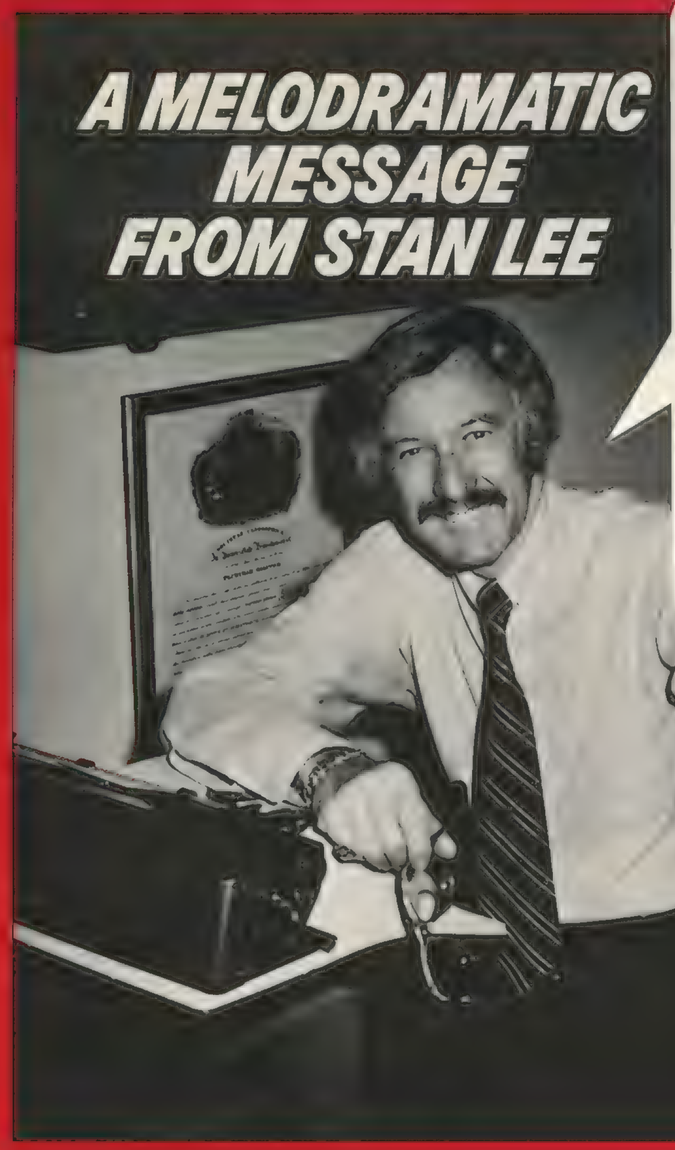
## October
7: HOWARD CHAYKIN—Affable Artist and One with the Universe (or portions thereof)
24: PAUL LAIKIN—Crazy Man and Proud Of It
25: MICHELE BRAND—Tantalizin' Toner and Up from the Undergrounds
28: KAREN MANTLO—A Lady Who Letters and a Truly Great Human Being

## November
15: STU SCHWARTZBERG—Clownin' Cartoonist and Sly Stat-Man
28: DAN GREEN—Important Inker and Upstate Dweller

## December
6: FRANK SPRINGER—Erudite Inker and Vera Valiant's Valet
11: MARY MAC—Gal Friday and Kinks Fanatic

MARY MAC

# A MELODRAMATIC MESSAGE FROM STAN LEE



Y'know something? After spending a good part of my life writing countless superhero adventure strips, I'm finally becoming a specialist! Yep, I've been turning into a guy who writes the introduction, the epilogue, or the "message from" in countless books, magazines, and calendars! And here I go again! After Dave (the Dude) Kraft finally finished agonizing over the cataclysmic calendar which you're now so proudly clasping in your greedy little claws, here I come with another incredibly insignificant "message from" to wrap the whole thing up! Oh well, as they babble in the Bullpen—it's better than working!

But seriously, folks! What can I say about Spider-Man that you don't already know? What can I say about the world's most woebegone and wonderful wall-crawler that I haven't said a zillion times before? And, what can I say that'll just exactly fill the amount of space I have left on this page? If you don't know, that's cool enough . . . 'cause I don't know either. So from here on in, let's play it by ear.

Spidey is more than merely the world's most popular costumed superhero. He's a symbol. He's a symbol of everything you and I might secretly wish to be. But that's not all. He's also a lot of things we wish we weren't—unlucky, neurotic, harrassed, and uptight—and that's just for starters! I guess you might say he touches all the bases!

Even as I write this monumental monograph, everybody's favorite web-slinger is appearing daily and Sunday in over 300 of America's greatest newspapers; is starting production for a new live-action, prime-time TV adventure series; and is soon to be the subject of a new series of books, both hardcover and in luxury paperback editions! In addition, he's appeared on virtually every radio and TV interview show, and in newspaper and magazine write-ups from Muskogee to Maine and back again! Not only are his magazines the world's most successful and best-selling comic books, but look around you—you'll find Spider-Man toys, games, and novelty items beckoning at you in store windows and counters everywhere! His stories are translated and sold all over the free world, and are probably smuggled behind the Iron Curtain, too! So, no matter how much trouble Peter Parker may get into, our amiable little arachnid must be doing something right!

Anyway, the most important thing about ol' Spidey is the fact that he and his stories are just plain fun. We get a charge out of writing, drawing, and producing them for you—and we always wanna feel that you get a boot out of reading them. So long as The Amazing Spider-Man can manage to brighten up a part of your day, that's how long I'll go on writing these furshlugginer "Messages from Stan Lee"! And I hope that you, and we, and Web-Head go on forever!

Excelsior!

Stan

Back cover art by John Romita, presenting iconic images of Peter Parker and Spider-Man's life and recreating moments from *The Amazing Spider-Man* #46 (vs. the Shocker), #47 (party with MJ and the gang), and #53 (Spidey tormenting JJJ)

# Another FOOMtastic Preview Feature!

## Behind the Scenes on the —

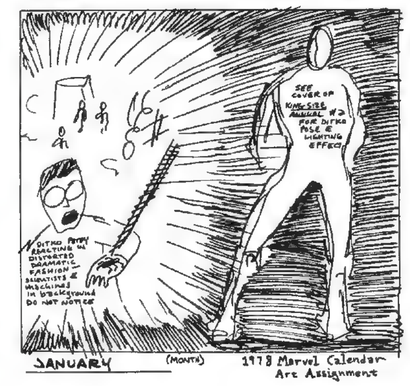
*Calendar cover artwork by Jazzy Johnny Romita.*

**Announcing for 1978 the fantastic fourth annual Mighty Marvel calendar, featuring a plethora of pandemonious full-color pin-ups, and starring the sensational Spider-Man — the world's best-selling super-hero!**

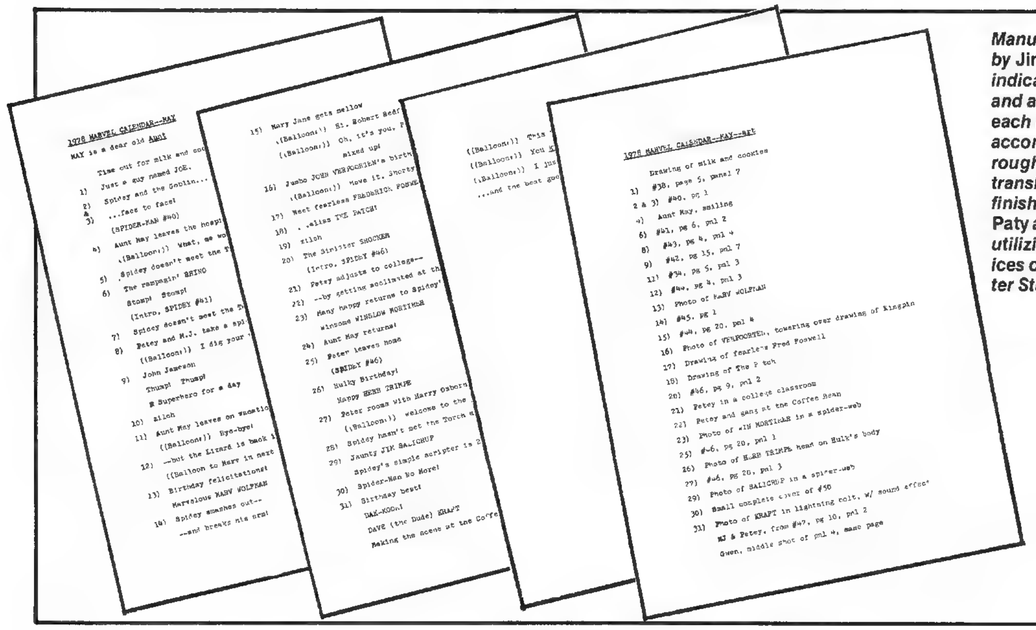
**In addition to providing the favored ranks of FOOM fans with a senses-shattering sneak peak at some of the simply stun-boggling poster pin-ups from the forthcoming cataclysmic calendar, we're also going to wog-boggle you with an informative look at how the whole incredible project took shape, from idea to implementation to illustration to immortalization!**

# SPIDER-MAN CALENDER!

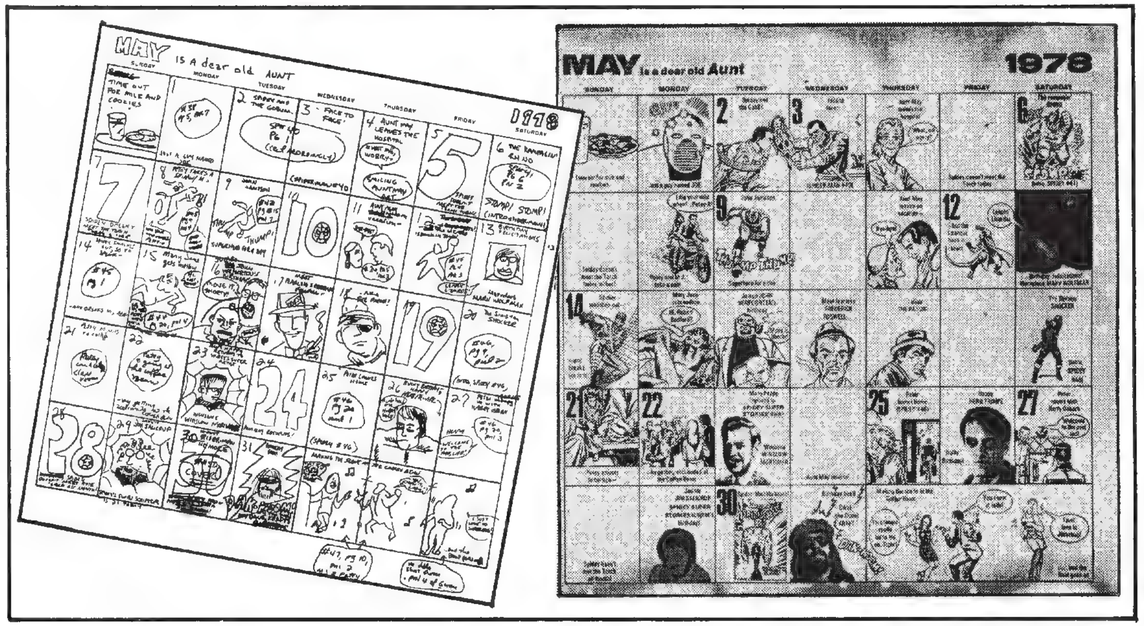
***Rough layout sketch by Jim and Dave, as rendered into pencil by George Perez and inked by Pablo Marcos.***




***Another rough layout sketch by Jim and Dave, as rendered into finished form by Al Milgrom.***




***Manuscript pages by Jim and Dave, indicating copy and artwork for each month, and accompanied by a rough layout, are translated into finished form by Paty and Duffy, utilizing the services of Harry Chester Studios.***




**Stan (the Man) himself, suggested starring Spider-Man in next year's Gregorian outing, and Dave (the Dude) Kraft was selected to act as writer/editor, with Lively Len Wein on tap as a consulting editor. Dave immediately secured the services of that scholar of Spidey memorabilia, Mad Jim Salicrup, as co-writer. Paty (Cake) Greer and Fluffy Duffy Vohland were picked to pilot production on the project. The stage was set. Great expectations gave way to great efforts.**

**The 1978 MIGHTY MARVEL SPIDER-MAN CALENDAR is more fact-packed and fun-filled than ever before, and throughout its 365 dazzling days it thoroughly details, in cataclysmic chronological order, the entire history of the woebegone, wall-crawling, web-slinging wonder! Not only that, but it spotlights the awesome artistic expertise of some of the Bullpen's all-time ace illustrators, including Ross Andru, Jack Kirby, Gil Kane, Johnny Romita, Al Milgrom, John Byrne, Gene Colan, George Perez, Paul Gulacy — and many, many more!**

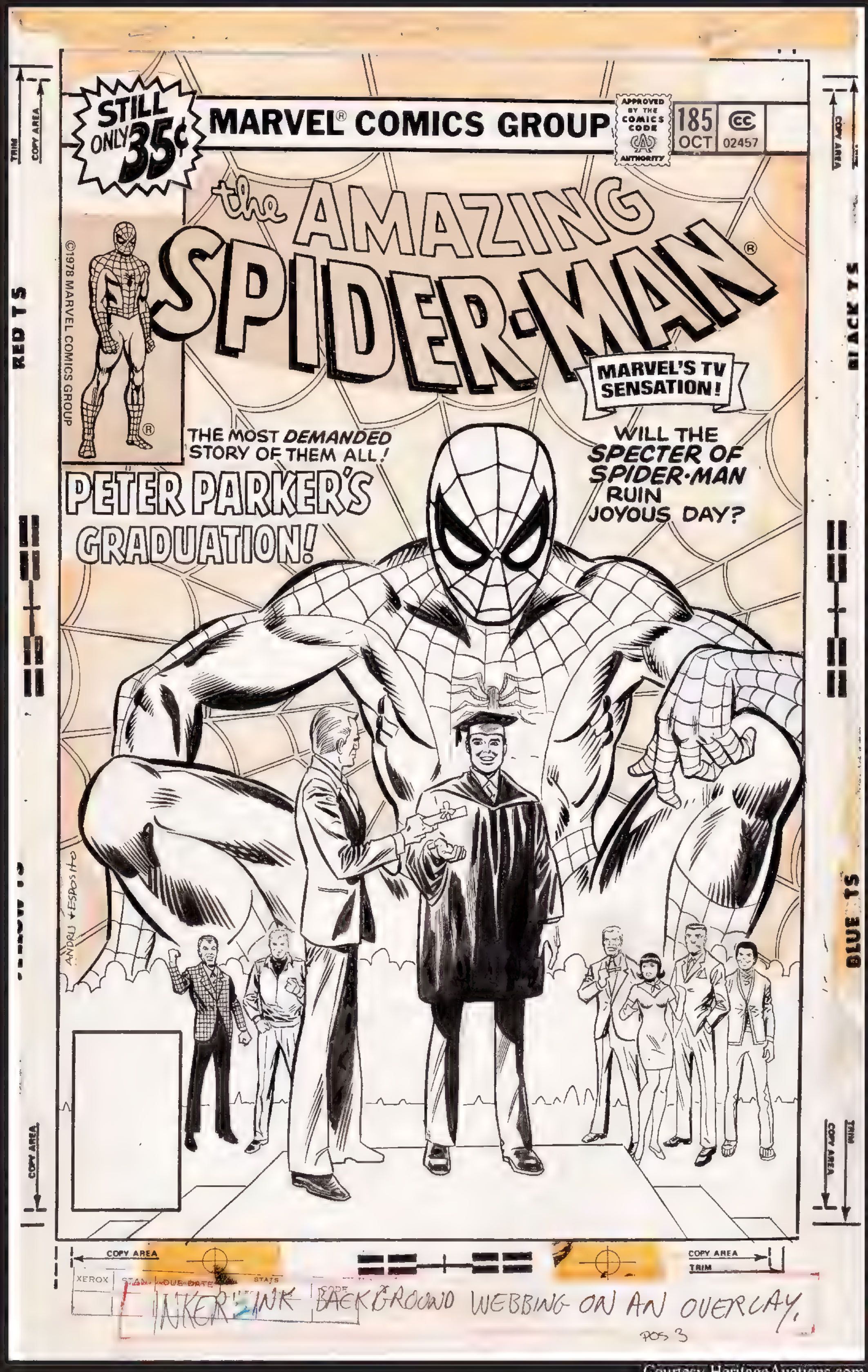
**It's a blockbuster — and a bombastic bargain, to boot! In fact, this creative co-venture with Simon & Schuster will be available soon in better bookstores everywhere.**

***Don't miss it, Marvelite!***

June 1978 house ad heralding Spidey's monthly appearances in *The Amazing Spider-Man*, *The Spectacular Spider-Man*, *Marvel Team-Up*, *Marvel Tales* and *Spidey Super Stories*.

Spider-Man pinup from *Marvel Tales* #100 (February 1979)
by Gil Kane & Joe Rubinstein

*The Amazing Spider-Man* #185 cover original art
by Ross Andru & Mike Esposito




Courtesy HeritageAuctions.com

# BIOGRAPHIES

## MARV WOLFMAN

Marv Wolfman's stints writing for movies, television, animation and novels mark him as a varied and highly regarded talent, but it is his comic book writing where he first gained prestige as one of the industry's most acclaimed talents.

His first forays into the comic industry were short tenures as editor and writer for both Warren Publishing and DC Comics, but it was after a move to Marvel in 1972 that his career began to blossom. One of his earliest hits was *Tomb of Dracula*, Marvel's adaptation of the classic Bram Stoker vampire. It was in the pages of *Tomb of Dracula* that Wolfman and Gene Colan unveiled the character Blade, the vampire hunter. This earthly hero was one of the earliest black heroes in comics and was introduced to further affirm the realism he sought to inject into the Dracula comic.

After editing Marvel's black-and-white magazines, he quickly stepped up the ladder to follow Len Wein as editor in chief. Wolfman had noted that the readership, who like himself had become loyal fans in their adolescence, felt it was important to have the stories Marvel produced "grow up" along with them. His editorial duties, however, stole time from his writing, so in 1976 he stepped down and took on writing full-time.

As writer of *Daredevil*, his two-year run preceded the Frank Miller era and included the introduction of Bullseye, now the most innovative and fearsome of Daredevil's rogues' gallery. Other work from his prolific Marvel tenure in the late '70s included lengthy runs on Marvel's two flagship titles: *The Amazing Spider-Man* (including the debut of the Black Cat) and *Fantastic Four* as well runs on *Nova*, *Doctor Strange* and *Thor*.

Moving to DC, he teamed with artist George Pérez and ushered in *New Teen Titans*. Most of the Titans came to life under his auspices, including Cyborg, Nightwing, Starfire, and Raven, as well as their nemesis Deathstroke. Next, Wolfman and Pérez delivered the epochal *Crisis on Infinite Earths*, condensing DC's complex 50 year history into a single, shared universe.

Taking a lengthy sabbatical from writing comics, Wolfman moved to writing for animation shows including *G.I. Joe* and *Transformers*, later becoming comics editor for *Disney Adventures Magazine*. He continues to write for DC Comics and more recently, has penned the nonfiction *Homeland, the Illustrated History of the State of Israel*. In 2011 Marv was inducted into the Eisner Hall of Fame.

## ROSS ANDRU

An everyman and entrepreneur throughout his long career in comics, Ross Andru became the stalwart penciler of Marvel's *Amazing Spider-Man* in 1973, gaining a renown as one of the great Spidey artists. With a smooth, compact style that eschewed extraneous detail, Andru's artistic visions were grounded in a reality that engaged the medium's readers.

His career in comics began in 1951. With an education at the Cartoonists and Illustrators School and a gig drawing Burne Hogarth's weekly *Tarzan* strips behind him, the Cleveland native teamed with inker Mike Esposito to form not only a decades-enduring artistic partnership but their own company, MR Publications.

Their next company, Mikeross Publications, turned out such fare as the satirical *Get Lost* and the romance title *Heart and Soul*. The success of these initiatives fleeting in the face of an industry-wide downturn, Andru would often find himself splitting time between Marvel and DC. At Marvel, he mainly handled Western comics like *Annie Oakley*, while at DC, he contributed to Robert Kanigher's war comics like *Star-Spangled War Stories* and *Our Army At War*, wherein he drew the first appearance of Sgt. Rock of Easy Company in 1959.

His impressive performance with Esposito garnered him a chance to take over *Wonder Woman*, starting a nine-year-long run that would stretch through 1967 and find him depicting charming stories of Diana Prince's teenage years on Paradise Island. Another notable title that Andru would work on in the '60s was *Metal Men*. Leaping from *Showcase* to its own bimonthly title, Andru and Esposito crafted a sweet-natured heroic fantasy starring artificially intelligent robots.

A move to Marvel in the early '70s resulted in key work on *Marvel Feature*, in which he drew the first adventures of The Defenders, and *Marvel Team-Up*, his first regular foray on Spider-Man. Over the next five years, Andru would team with writer Gerry Conway and produce milestones including the first appearance of the Punisher, Harry Osborn donning the guise of the Green Goblin and the infamous Spider-Mobile. Completely at home in the cityscapes that Spider-Man called home, Andru's approach kept Spider-Man at the top of the sales charts through the decade. He also drew the first Marvel/DC crossover, *Superman vs. The Amazing Spider-Man*.

In 1978, Andru returned to DC in an editorial capacity, with his art focused mainly on covers, but his pencils would grace the

interiors of books like *Atari Force*, *Jonah Hex*, *Vigilante* and *Blue Beetle*. He largely retired from the field by the late '80s and passed away shortly after his last work was published in 1993. In 2007, Andru and his longtime collaborator Mike Esposito were inducted into the Eisner Hall of Fame.

## KEITH POLLARD

One of its most high-profile artists in the late '70s and early '80s, Keith Pollard's tenure at Marvel was notable for his sleek, refined renderings of the company's most iconic characters. He broke in at Marvel in 1974, drawing such characters as Deathlok in *Astonishing Tales*, Shang-Chi in *Master of Kung Fu*, and the super-hero action of *Black Goliath*, *Ms. Marvel*, and Black Panther in *Jungle Action*. After a stint on the black-and-white *Rampaging Hulk* magazine, Pollard was ushered into the starting lineup of creators on three of Marvel's flagship titles.

Starting in 1978, Pollard provided breakdown art on *Fantastic Four* for the legendary Joe Sinnott to finish. Soon after landing his *FF* gig, he began penciling *The Amazing Spider-Man* and then took the reins from "Big" John Buscema on *Thor*, starting a run that would encompass the epic "Eternals Saga" storyline. All in all, Pollard's hand guided the visuals of these three prime Marvel titles simultaneously, and his tenures on each book are memorable additions to each title's legacy.

In the early '80s, Pollard took on a new stable of heroes at DC, drawing several issues of *Green Lantern* and launching *The Vigilante* with writer Marv Wolfman. He returned to regular series work at Marvel in 1989, once again drawing *Fantastic Four*. By 1995, Pollard retired from comics, although he is currently appearing at conventions and doing commissioned art for his fans.

## SAL BUSCEMA

Without a doubt one of comics' most prolific artists, "Our Pal" Sal Buscema joined Marvel in 1968 shortly after his elder brother, John. Tackling inking duties on *Silver Surfer* and *Fantastic Four*, including the all-time classic *Silver Surfer* #4, Buscema quickly graduated to penciling. He was an anchor of the Marvel line in the 1970s with long runs on books like *Captain America*, *Marvel Team-Up* and *The Spectacular Spider-Man* and a 100-plus issue run on *The Incredible Hulk*. Buscema was also behind defining the tone on early issues of *The Defenders*, *Rom* and *The New Mutants*. His career as one of Marvel's most versatile artists lasted throughout the '70s and into the '90s. In 1988, he returned to *The Spectacular Spider-Man* and over the next ten years penciled every issue but two from #134 through #238 (and inked the vast majority as well!) Although he retired in the late '90s, readers can still see his name on comics credits from time to time, including inking work on the cult hit *Spider-Girl*.

## JOHN BYRNE

With his naturalistic style captivating legions of fans, John Byrne became one of the most influential and popular comic artists of the '70s and '80s. Born in England but raised in Canada, with four years of art school training under his belt, Byrne headed straight for the comics business, getting his start with Charlton Comics.

He produced his first original creations, the robot Rog-2000—which appeared as a backup strip in *E-Man*—and *Doomsday +1* at Charlton. Though the art was rough compared to his later standards, it drew the attention of Marvel Comics, where he found work on *Champions*, *Iron Fist* and *Marvel Team-Up*. The relationship he established on these books with writer Chris Claremont led to his entry on a title that was rapidly ascending in importance at Marvel: the "All-New, All-Different" *X-Men*.

Taking the torch from Dave Cockrum, for the next five years Byrne penciled and co-plotted the adventures of Marvel's mutants. His fresh style translated perfectly to the new cast of characters, and together Byrne and Claremont built the X-Men into a keystone title at Marvel. However, just after the twin triumphs of "The Dark Phoenix Saga" and "Days of Future Past," Byrne left the book.

His next major achievement was a long run as writer/artist on *Fantastic Four* that restored the title to its imaginative best. His run hearkened back to the glory days of Lee and Kirby and is arguably the milestone achievement of his career. Other high points in his early '80s Marvel work included "War and Remembrance," a bracing set of Captain America stories with Roger Stern and *Alpha Flight*, a team of Canadian heroes written and drawn by Byrne.

Next, Byrne headed to DC Comics to revive the flagging Superman franchise with a reset of the Superman mythos that was enormously popular at the time and is still hailed as a masterpiece decades later. After two years helming Superman, Byrne returned to Marvel to work on a diverse set of books including the New Universe's *Star Brand*, the irreverent *Sensational She-Hulk* and the high-tech adventures of Iron Man. In the 1990s, Byrne launched his creator-owned series *Next Men*, scripted the first issues of Mike Mignola's *Hellboy* and delivered the goods for both Marvel and DC on numerous titles. Today, the implacable Byrne continues to write, draw and preside over a popular website.

## BILL MANTLO

From the mid-'70s through the late-'80s, Bill Mantlo established himself as one of the most dedicated writers in the comics industry, writing hundreds of stories across dozens of titles, primarily for Marvel Comics.

Mantlo broke into comics as a colorist, but it wasn't long before he was given a crack at writing a fill-in story, a "Sons of the Tiger" story in the black-and-white *Deadly Hands of Kung Fu* magazine, and his true comics talent began to emerge. The quality of his work led to his installation as that book's regular writer, a tenure that included the notable achievement of introducing comics' first Puerto Rican hero, the White Tiger.

After achieving notoriety within the Marvel offices as a guy who could knock out credible fill-in scripts at a moment's notice, Mantlo was given more regular work. One early highlight was his 20-issue tenure on *Iron Man* that began the Golden Avenger's return to prominence. As one might expect from someone with such a volume of work, Mantlo was game to take on projects others dismissed, and he did it with an unfeigned aplomb that elevated the work.

It was on two licensed titles that Mantlo built his legacy. Inspired by a toy given to his son at Christmas, Mantlo lobbied Marvel to adapt Micronauts into an ongoing series. The award-winning epic he spun with artistic luminaries like Michael Golden and Pat Broderick is still highly revered by comics fandom as is his even longer run on *Rom*, wherein he developed a universe filled with Spaceknights, Dire Wraith monsters and outer space intrigue. Other notable credits in Mantlo's career include *Incredible Hulk*, *Alpha Flight* and *Spectacular Spider-Man*.

Just as Mantlo had begun a new career as a public defender with the New York City Legal Aid Society, he was struck by a hit-and-run driver and went into a weeks-long coma from severe head trauma. He has since been under constant medical care. The comics community has led multiple fundraisers to aid in the continuing care of a talented writer who is missed by his many fans.

## JIM STARLIN

When Jim Starlin came along in the early '70s, super-hero comics were populated primarily by earthbound heroes, but this young writer/artist revolutionized "cosmic" comics, a genre full of space-opera drama and high-minded philosophizing that required the expansive reaches of the universe to fully flourish.

Inspired as a young man by Jack Kirby and Steve Ditko, in 1972 Starlin followed fellow Detroiter Rich Buckler to Marvel. After assisting John Romita on Spider-Man and drawing covers, Starlin spun a short stint on *Iron Man*—where he introduced Thanos and Drax the Destroyer – into the beginnings of an epic *Captain Marvel* saga that would redefine the character.

In late 1973, Starlin and writer Steve Englehart launched the first kung fu comic in the pages of *Special Marvel Edition*, and later in *Shang-Chi, Master of Kung Fu*. Then, in perhaps his most ambitious work to date, Jim revived Roy Thomas and Gil Kane's Adam Warlock, taking the messianic hero to mind-bending new heights. The short run on the cosmic character is still regarded as a high point of '70s Marvel.

By the late '70s, Starlin headed over to DC, but in 1982 he returned to Marvel for the *Death of Captain Marvel* graphic novel. Inspired by Starlin's compulsion to work through the death of his father, the story is considered to be his masterpiece. Soon after, *Dreadstar*, the debut title of Marvel's Epic line, introduced fans to Starlin's wholly original cosmic concept. Writing and drawing the adventures of Vanth Dreadstar as he fought against the monolithic vestiges of church and state, the series had a long and successful run. At DC, Starlin penned the milestone "A Death in the Family" in *Batman*, which culminated in Robin's demise; *Batman: The Cult* and *The Weird* with Bernie Wrightson; and *Cosmic Odyssey* with Mike Mignola.

In the early '90s, he took over writing *Silver Surfer* for a 17-issue run that reintroduced Thanos and Adam Warlock. At the same time, he wrote the first chapters in what would be a sprawling epic that would play out over the next 15 years with *The Thanos Quest*, *The Infinity Gauntlet*, *Infinity War* and *Infinity Crusade*. In 2001, Starlin would return to Warlock and Thanos in the *Infinity Abyss* and *Thanos*.

Recent projects include *Kid Kosmos* for Dynamite, one of his personal favorite works, and *Death of the New Gods* and *Mystery In Space* for DC, the latter title allowing him to revisit his character The Weird.

Biographies researched and written by John Rhett Thomas

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## THE MARVEL AGE

It was August 1961 and change was hitting the newsstands. *Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. These were real characters placed in extraordinary circumstances. They lived together, they fought among themselves—and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different—the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

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THE UNCANNY X-MEN VOLS. 1-9

## THE GOLDEN AGE

As the Great Depression wore on and the specter of war hung over the heads of all Americans, a new entertaining escape from the newspapers' horrifying realities was born: the comic book. Within their four-color pages, larger-than-life super heroes could make short work of America's foes, giving readers of all ages hope for victory against the real-life enemies that faced the United States.

At the forefront of this new medium was Timely Comics, a young company staffed by such legendary talents as Carl Burgos, Bill Everett, Joe Simon, Jack Kirby and Stan Lee. These skilled writers and artists created a vast array of characters that would give rise to the Marvel Universe!

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## THE ATLAS ERA

Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures and unimaginable monsters; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the '40s retooled to take on the threat of Communism. From Western gunfighters to crime to horror, Atlas had it all!

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